MARVEL
GUARDIANS OF THE GALAXY
IN THEATERS AUGUST 1

FIALKOV
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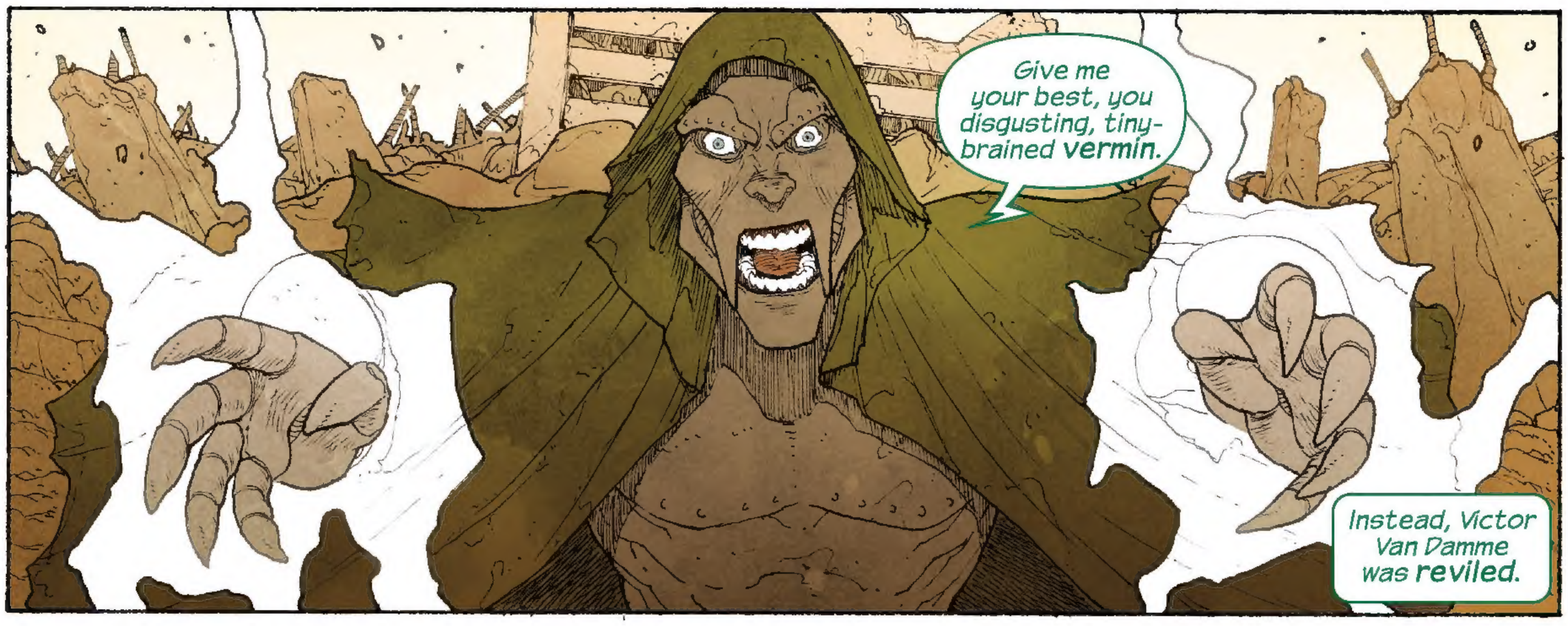
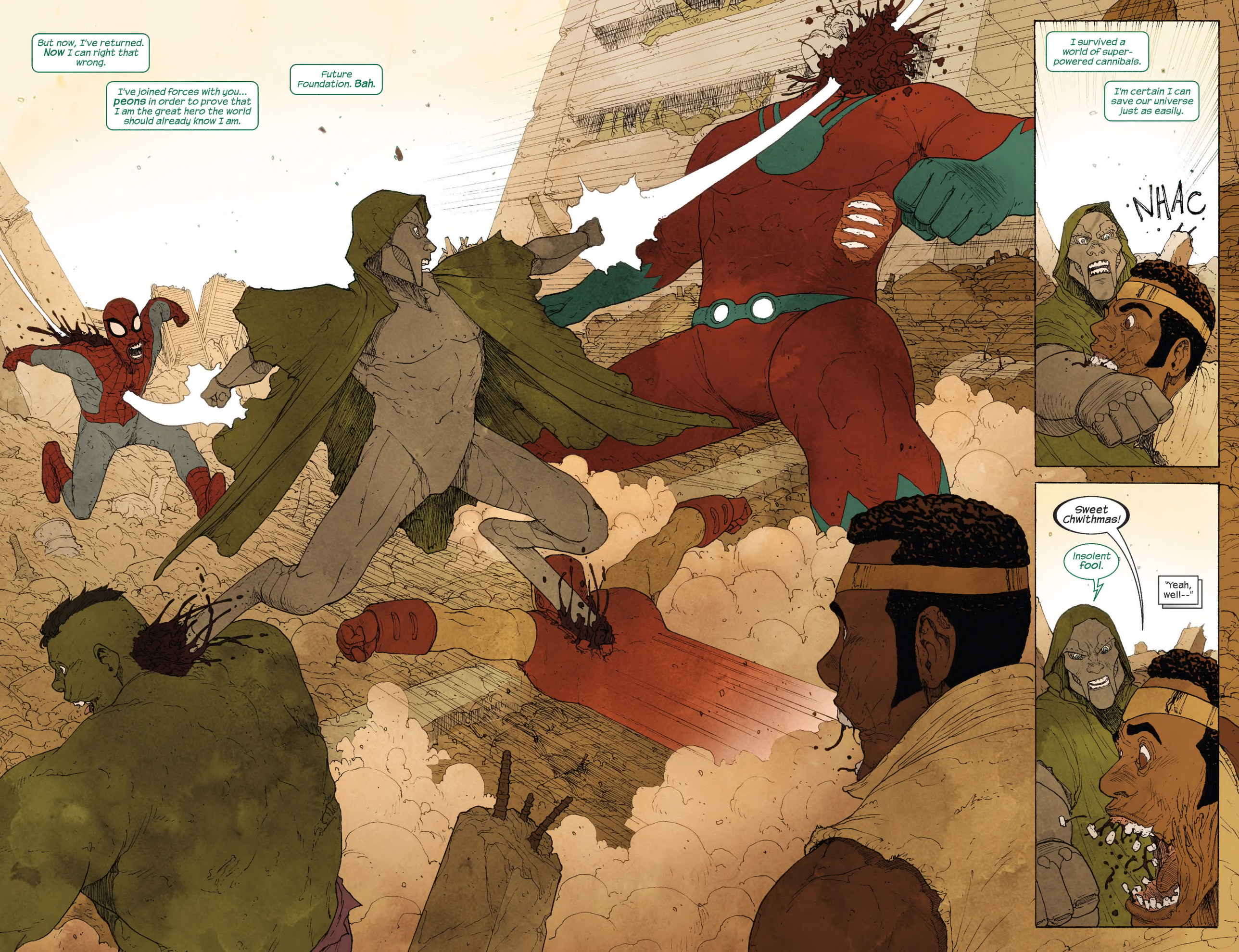
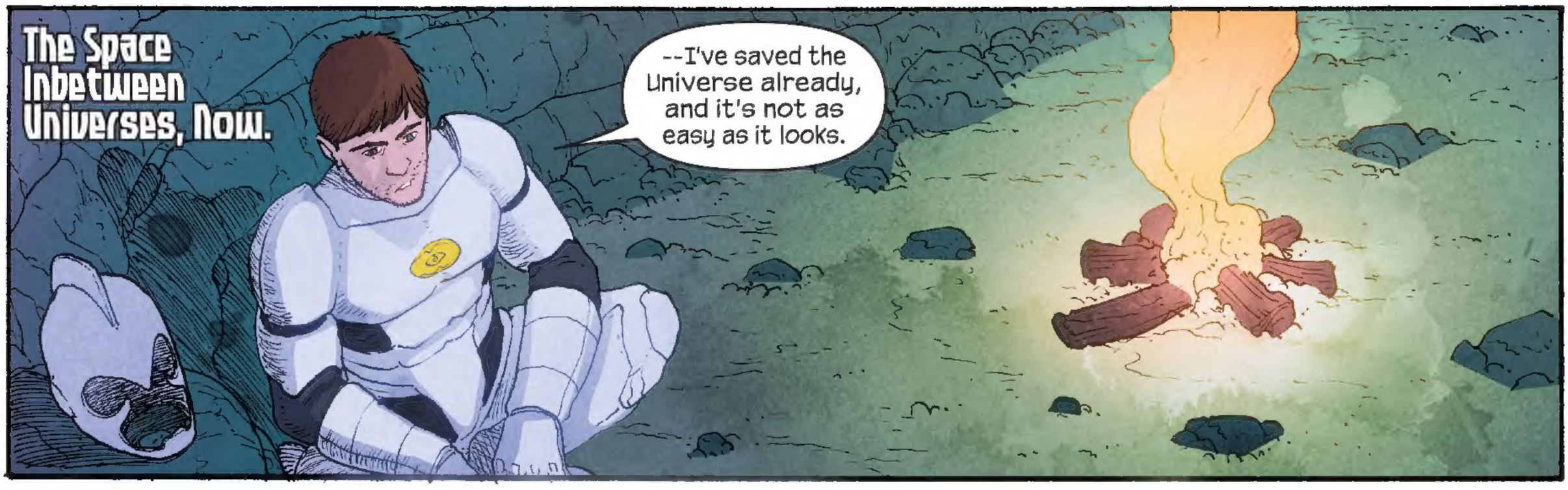
004

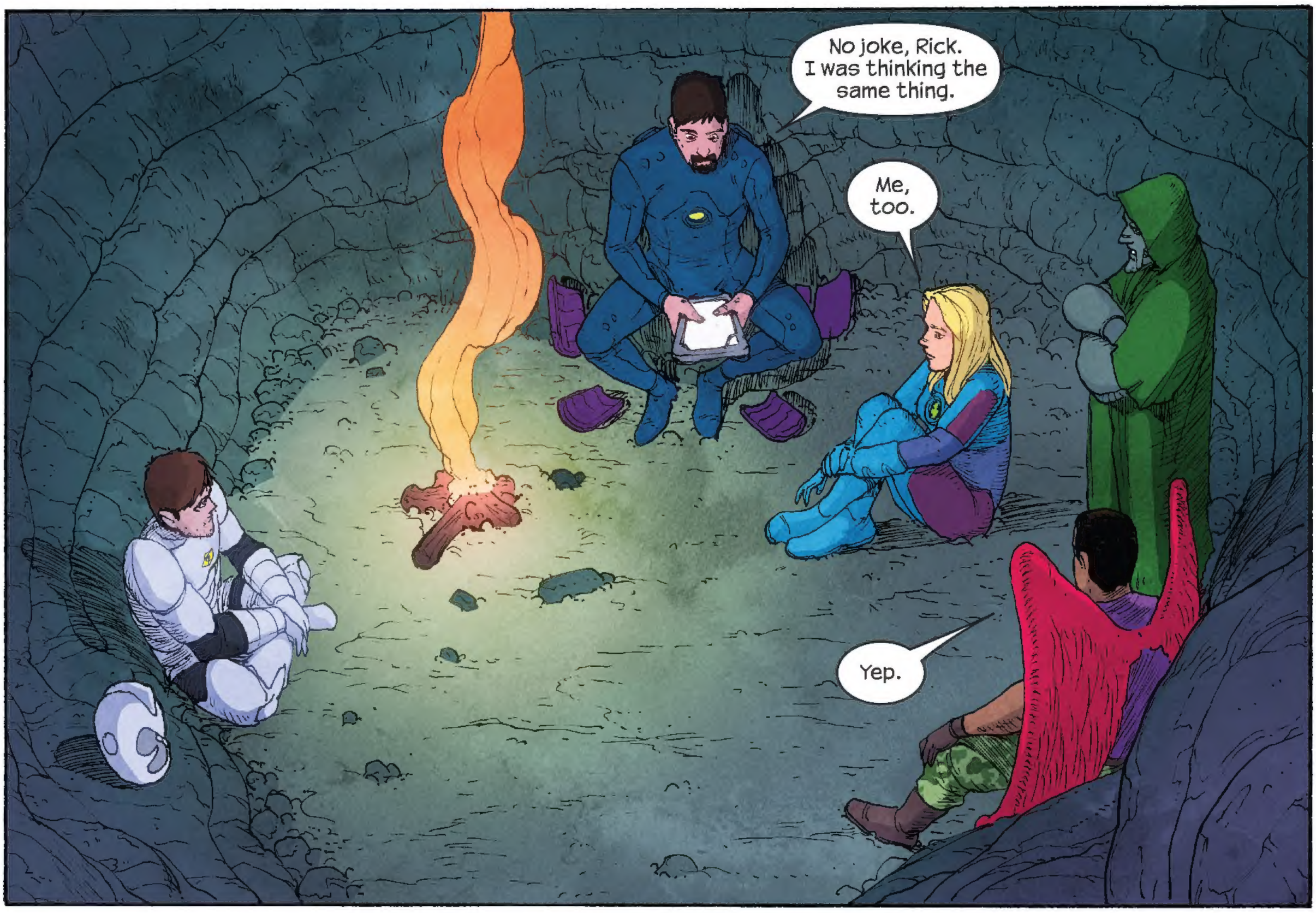
New York City, Zombieverse, Before.
Hmph.
Well, this should be a challenge.
I sacrificed myself. I gave of myself so that others could live.
That should have been enough.

An apocalyptic virus was headed straight for our world, and I threw myself in front of it.
Billions should live in gratitude for what I'd done.
Instead, I was forgotten.


Give me your best, you disgusting, tiny-brained vermin.
Instead, Victor Van Damme was reviled.


But now, I've returned. **Now** I can right that wrong.
I've joined forces with you... **peons** in order to prove that I am the great hero the world should already know I am.
Future Foundation. **Bah.**
I survived a world of super-powered cannibals.
I'm certain I can save our universe just as easily.
NHAC
Sweet Chwithmas!
Insolent fool.
"Yeah, well--"

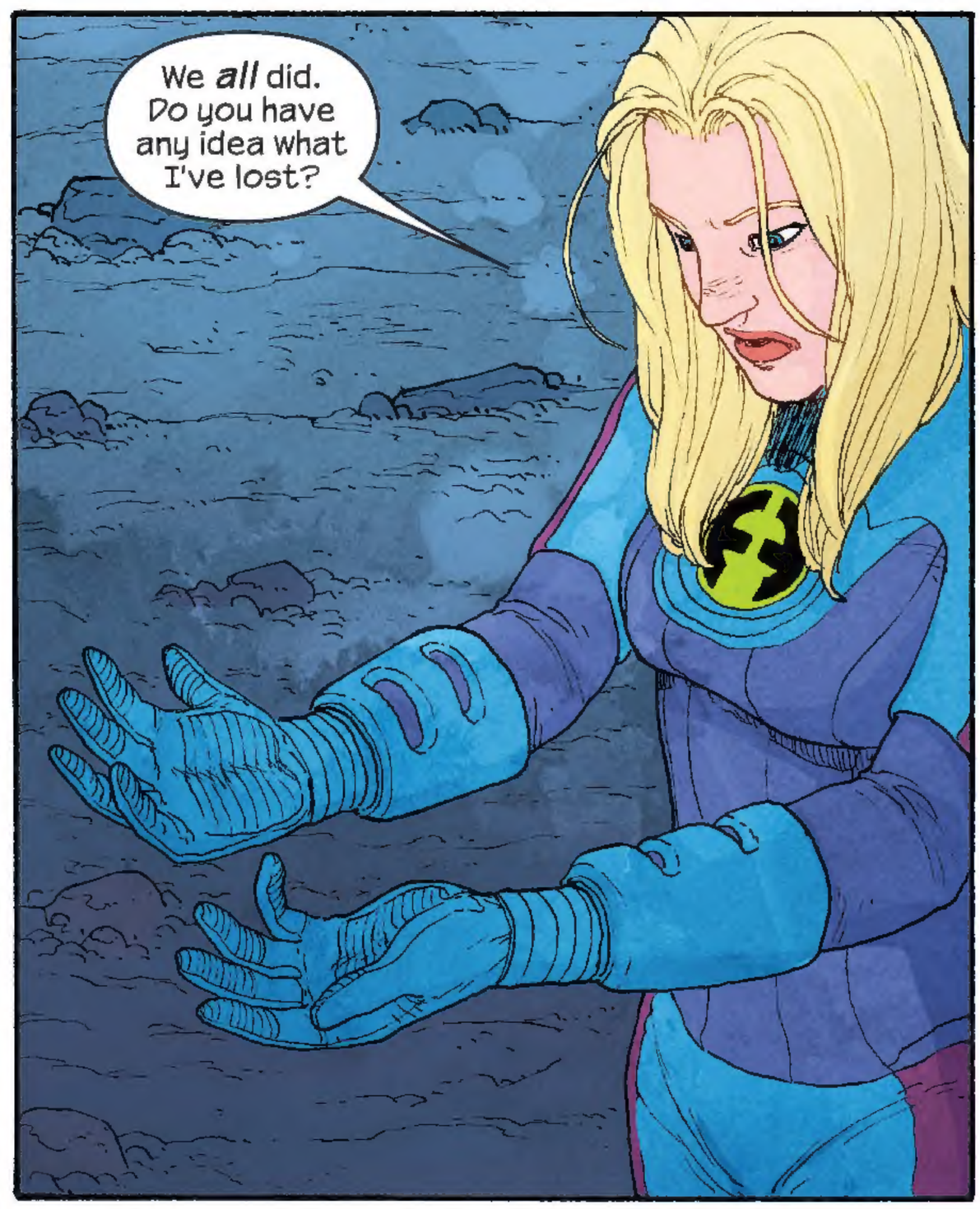

The Space Inbetween Universes, Now.
--I've saved the Universe already, and it's not as easy as it looks.


No joke, Rick. I was thinking the same thing.
Me, too.
Yep.

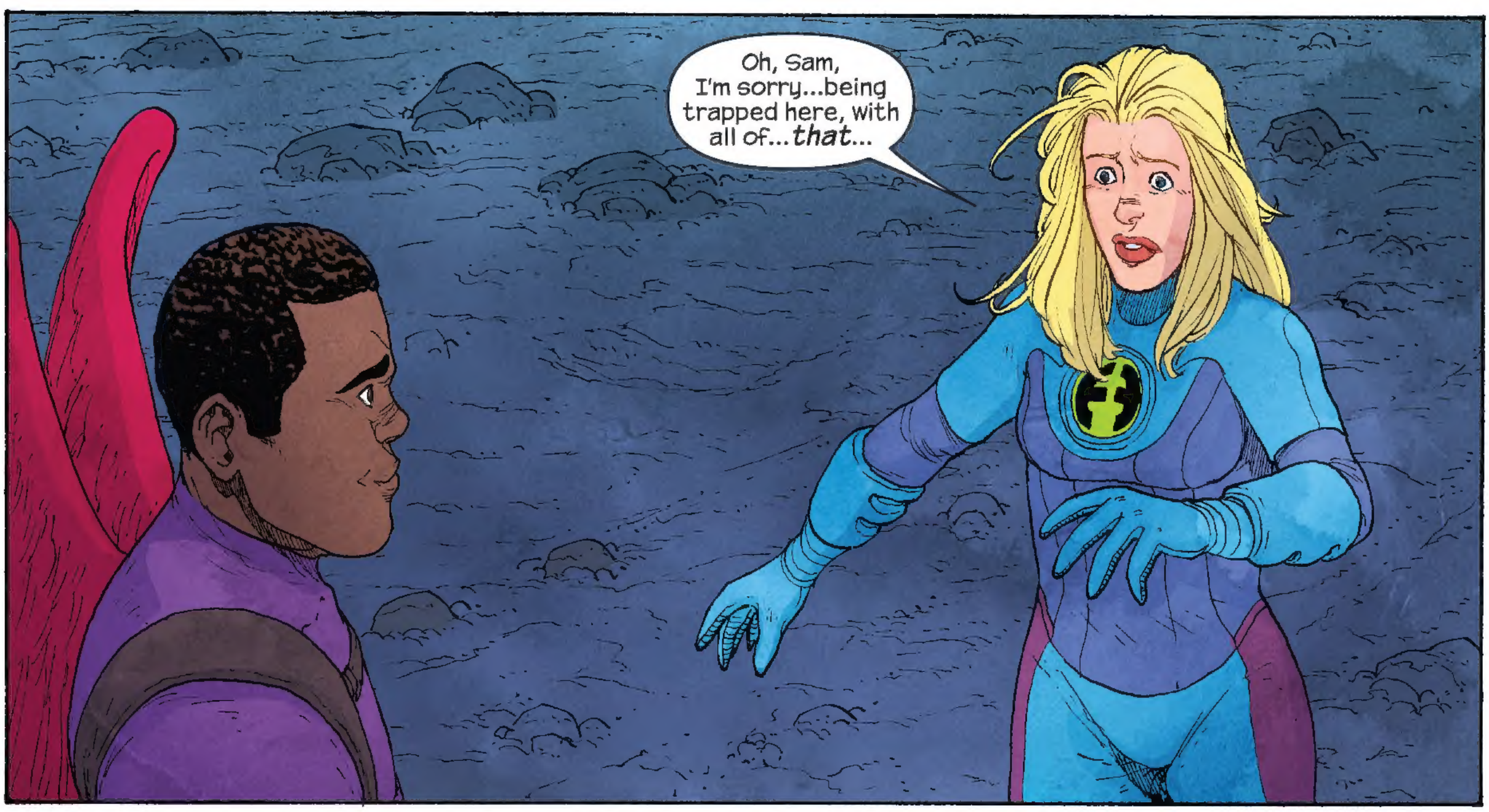
Y'know, Victor, we've actually *all* saved the universe.
Meanwhile, you managed to commit genocide on a bunch of sea-people from a parallel universe.
You pompous, mean-spirited ########.

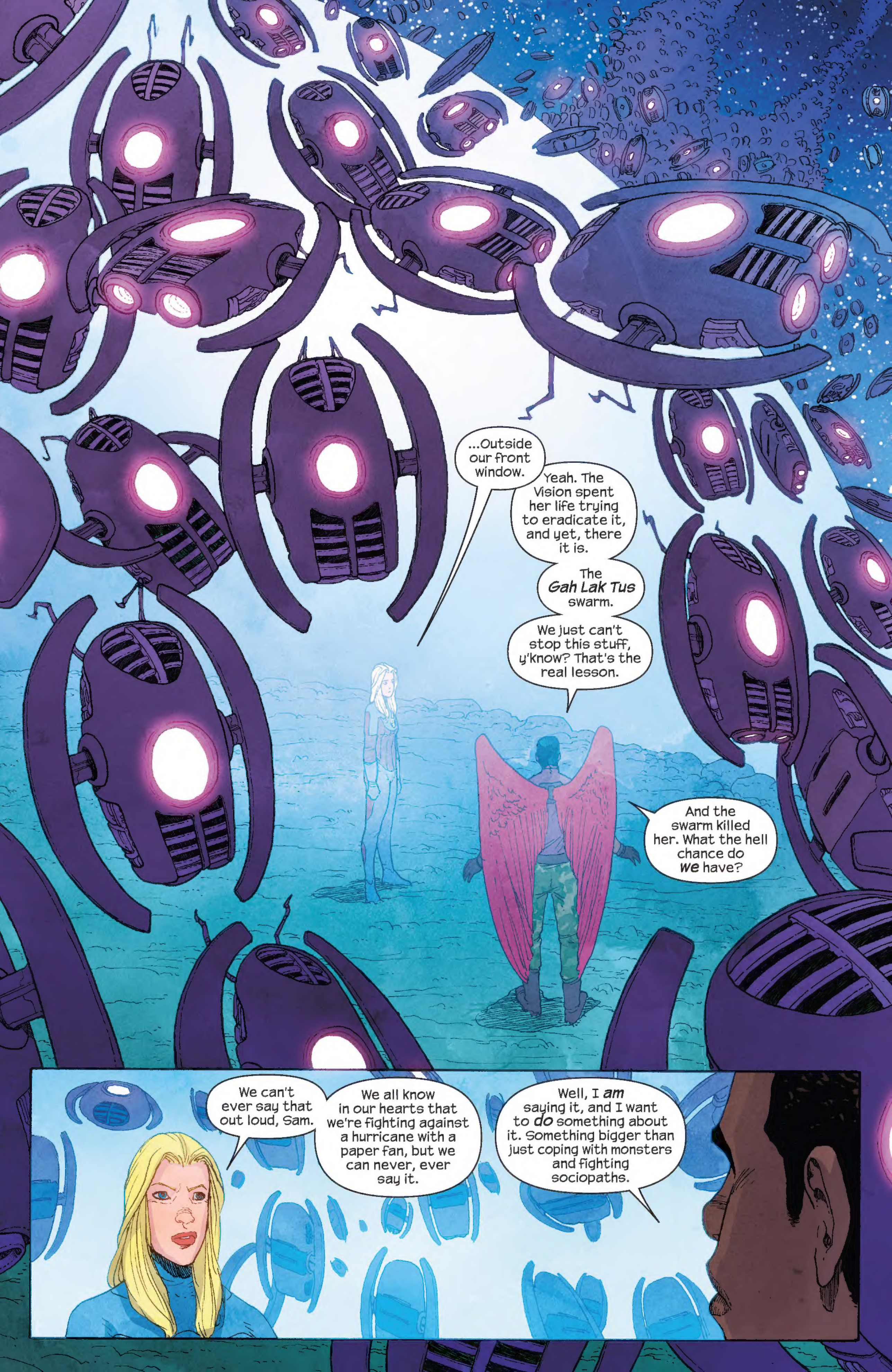
Ooh dude! She got you! Burrrrrnnnnn!
I will crush you all beneath my cloven feet.

You okay, Susan?
Yeah. I guess so. I just couldn't take another minute of the Van Damme Adventure Hour.
He did sacrifice himself--


We all did. Do you have any idea what I've lost?

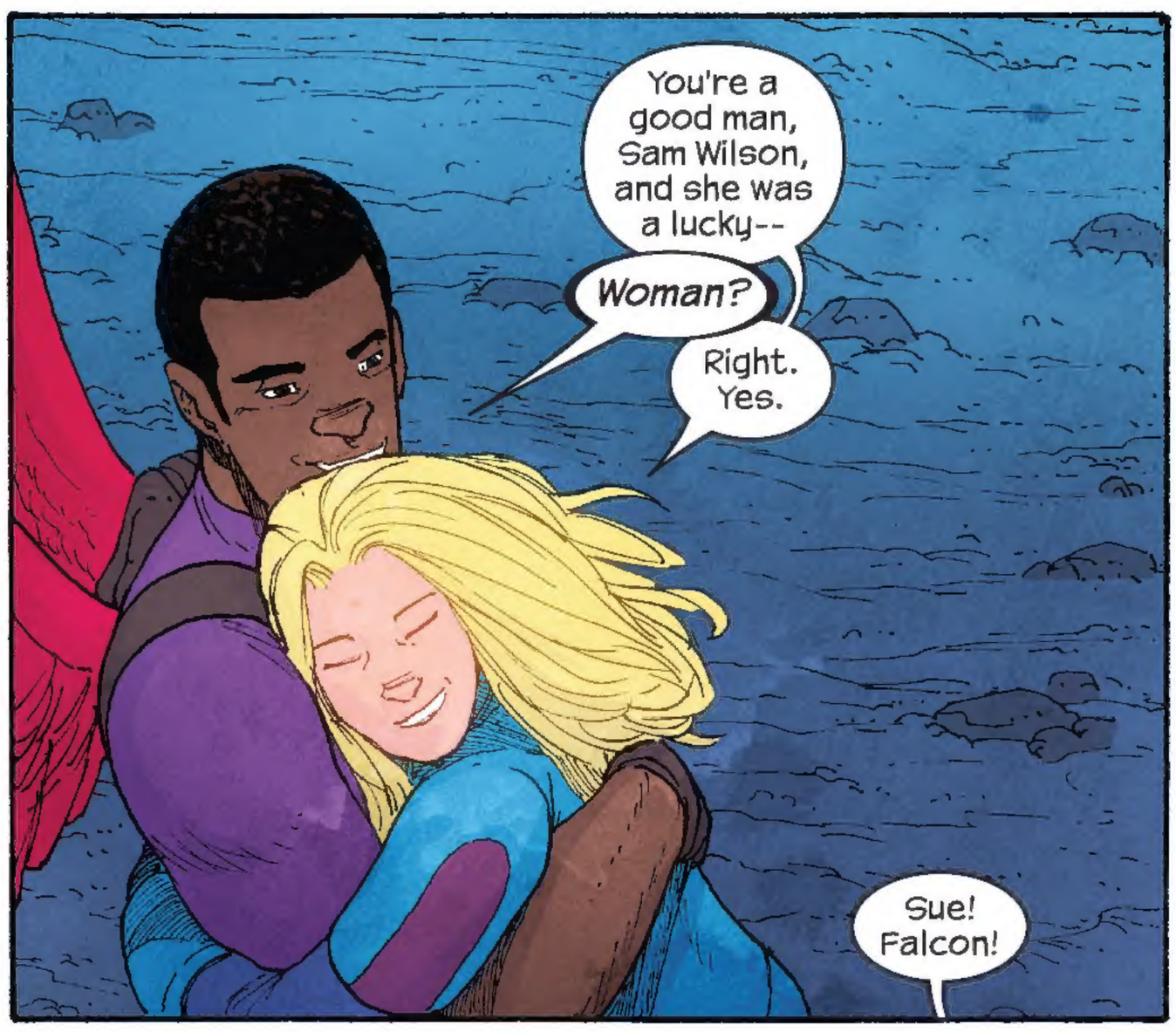
As a matter of fact, I do.

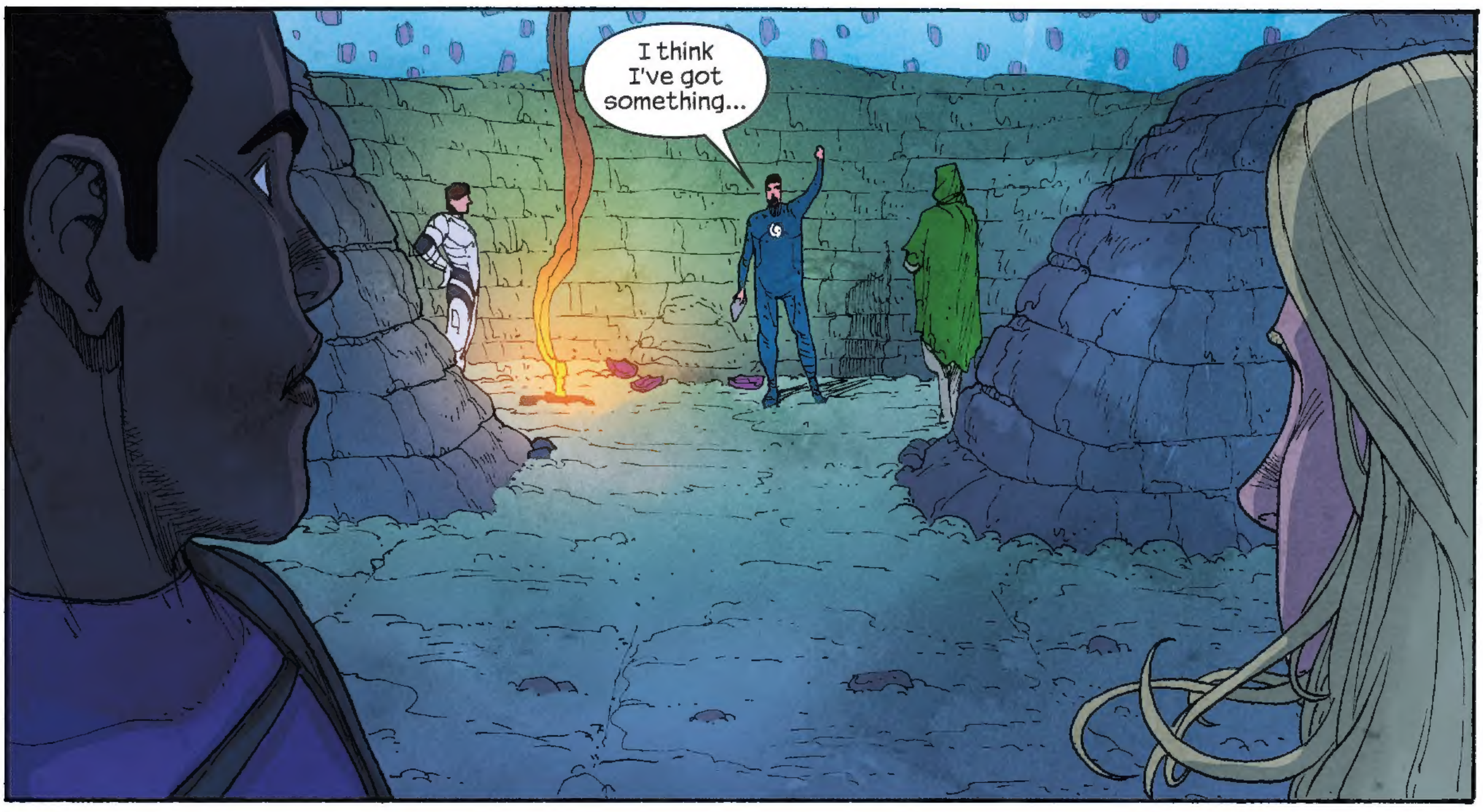

Oh, Sam, I'm sorry...being trapped here, with all of...that...

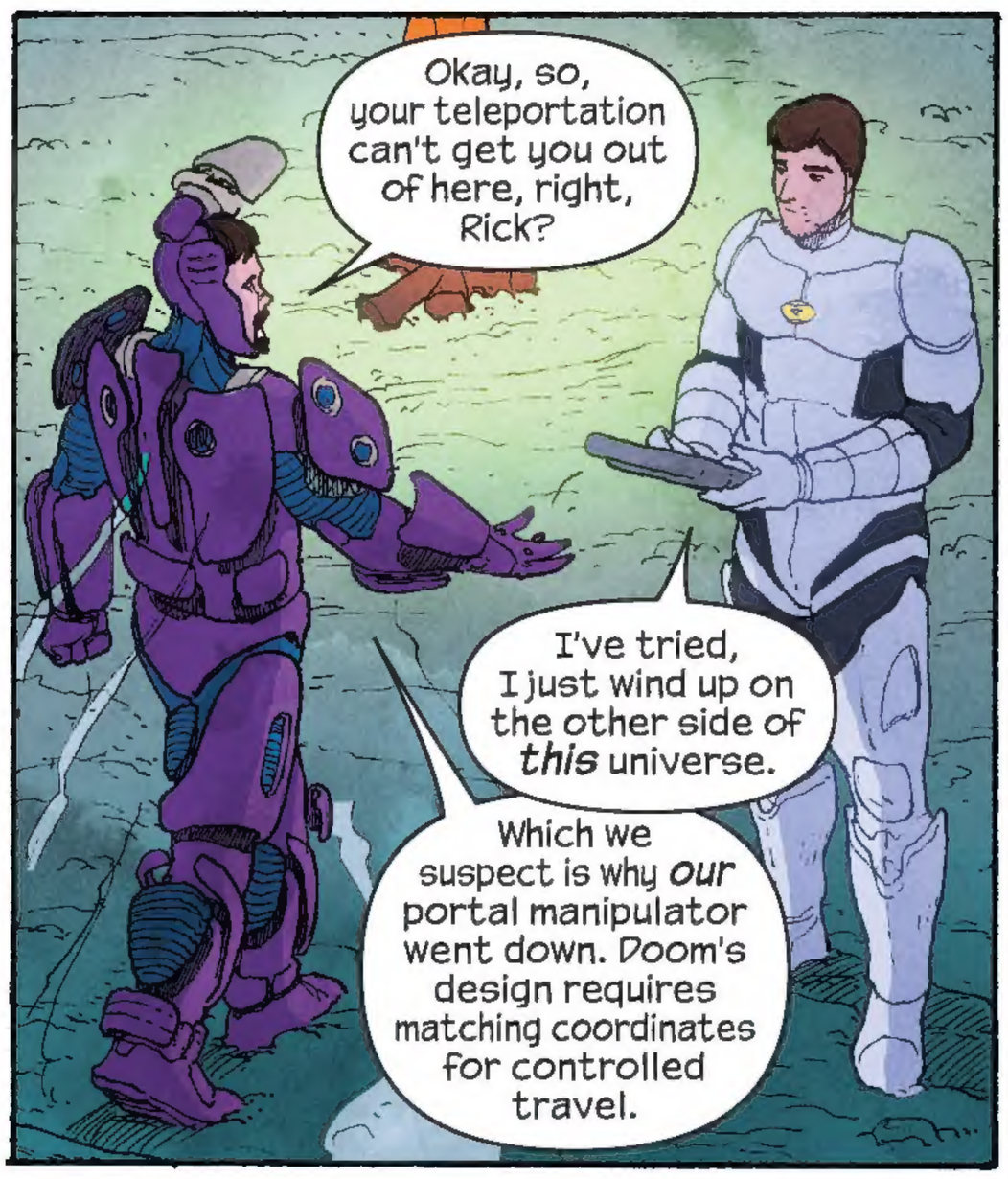

...Outside our front window.
Yeah. The Vision spent her life trying to eradicate it, and yet, there it is.
The *Gah Lak Tus* swarm.
We just can't stop this stuff, y'know? That's the real lesson.
And the swarm killed her. What the hell chance do *we* have?
We can't ever say that out loud, Sam.
We all know in our hearts that we're fighting against a hurricane with a paper fan, but we can never, ever say it.
Well, I *am* saying it, and I want to *do* something about it. Something bigger than just coping with monsters and fighting sociopaths.

I want to make the love of my life proud. I want to know that the Vision's death wasn't in vain.

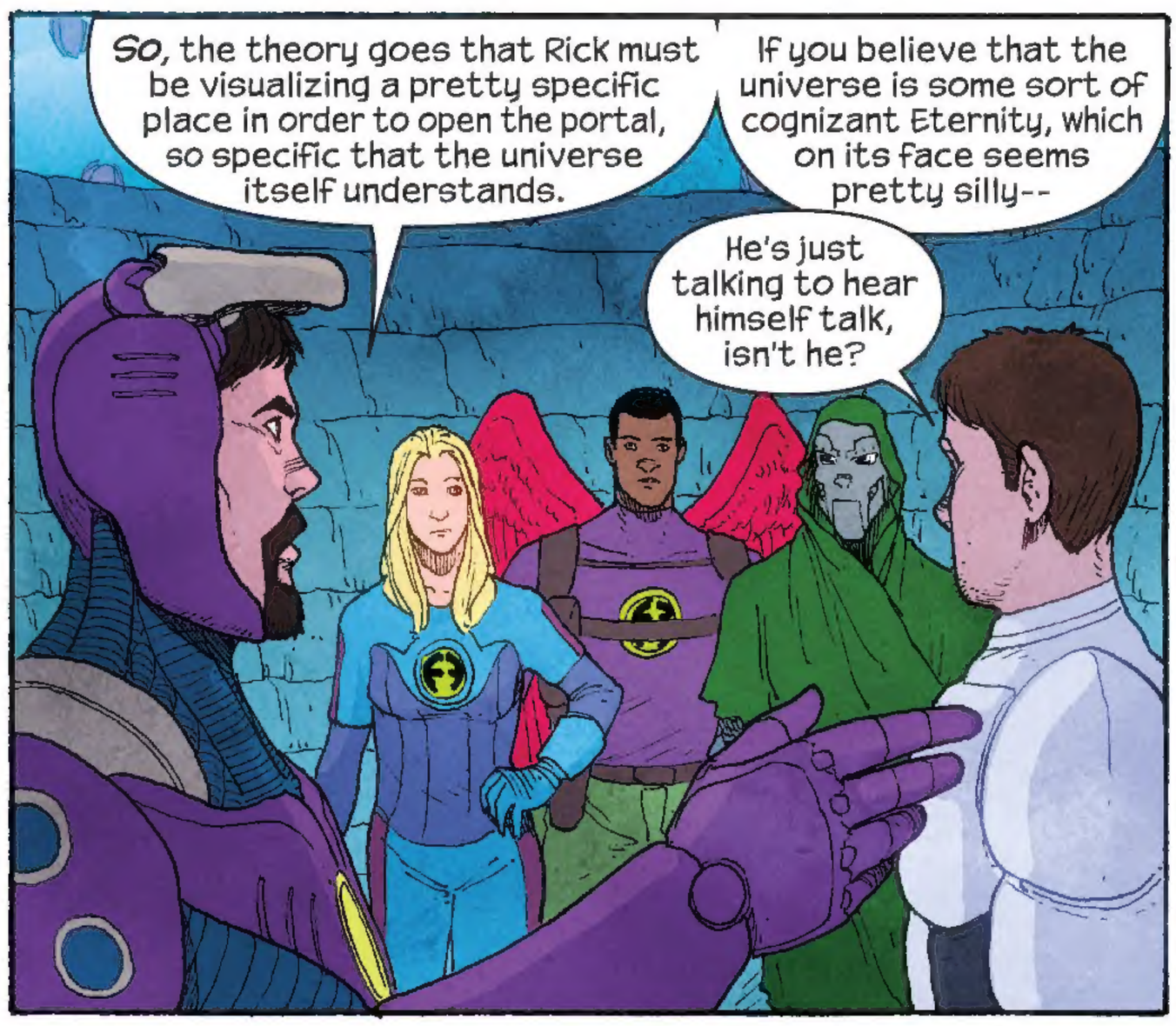
You will, Sam. I know.


You're a good man, Sam Wilson, and she was a lucky--
Woman?
Right. Yes.
Sue! Falcon!


I think I've got something...


Okay, so, your teleportation can't get you out of here, right, Rick?
I've tried, I just wind up on the other side of *this* universe.
Which we suspect is why *our* portal manipulator went down. Doom's design requires matching coordinates for controlled travel.

Now, *your* powers work instinctively, unless you're secretly a math genius--
Uh, I don't think so--
It was rhetorical. You're definitively not a genius, Rick.

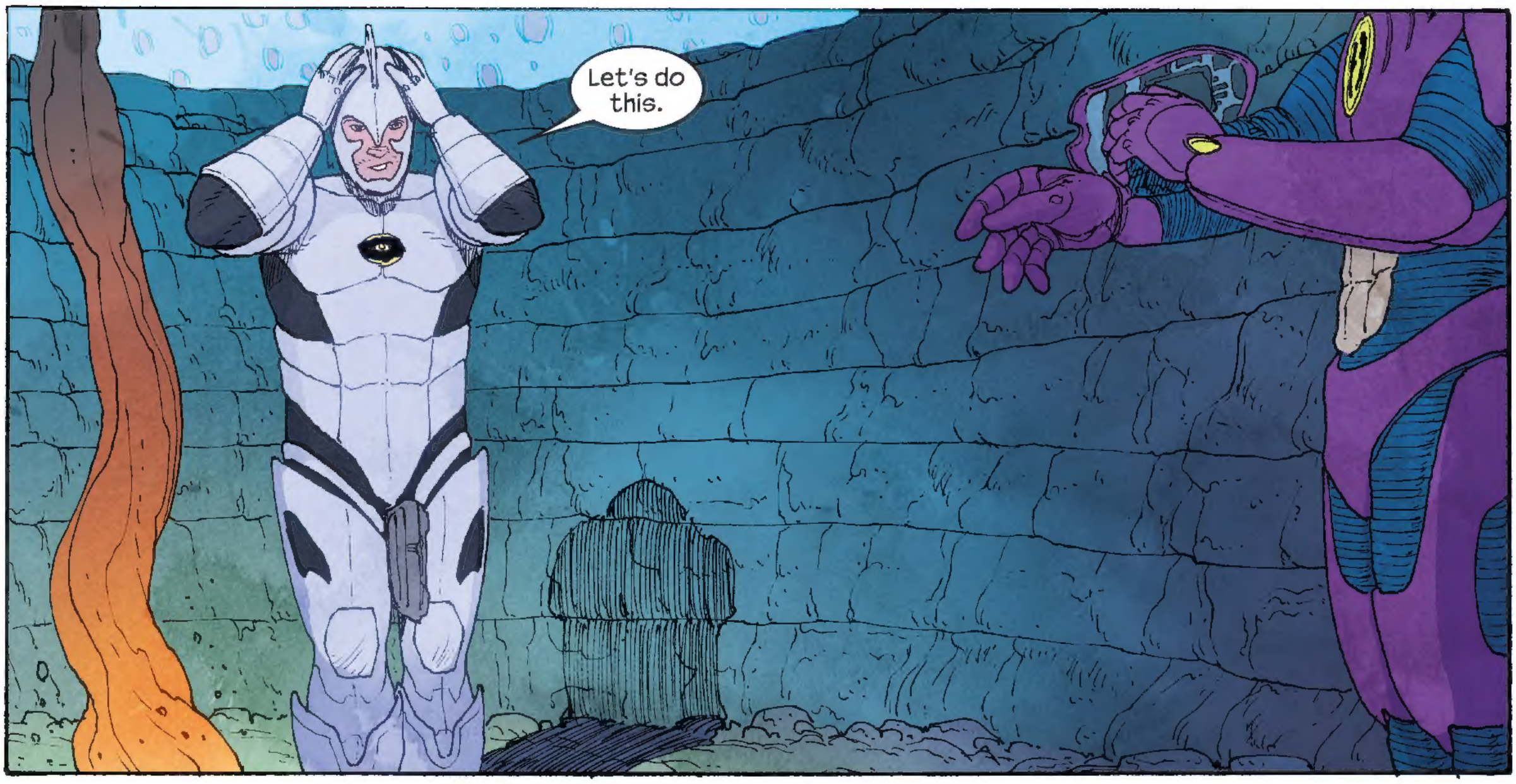

So, the theory goes that Rick must be visualizing a pretty specific place in order to open the portal, so specific that the universe itself understands.
If you believe that the universe is some sort of cognizant Eternity, which on its face seems pretty silly--
He's just talking to hear himself talk, isn't he?

You get used to it.
Will that happen before I rust?

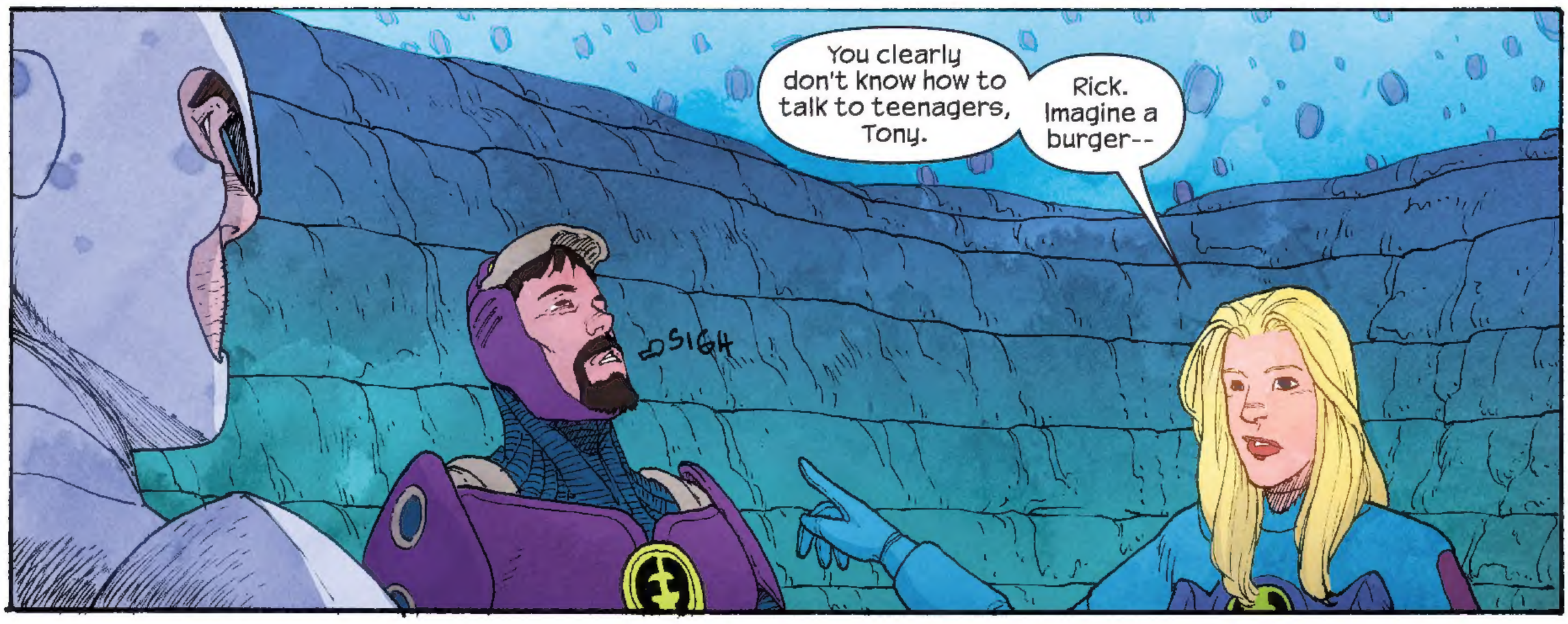
You guys are jerks.
The point is that if Rick simply visualizes our universe, in theory, the device should take its cue from his inherent powers, and *vworp vworp*, we're home.

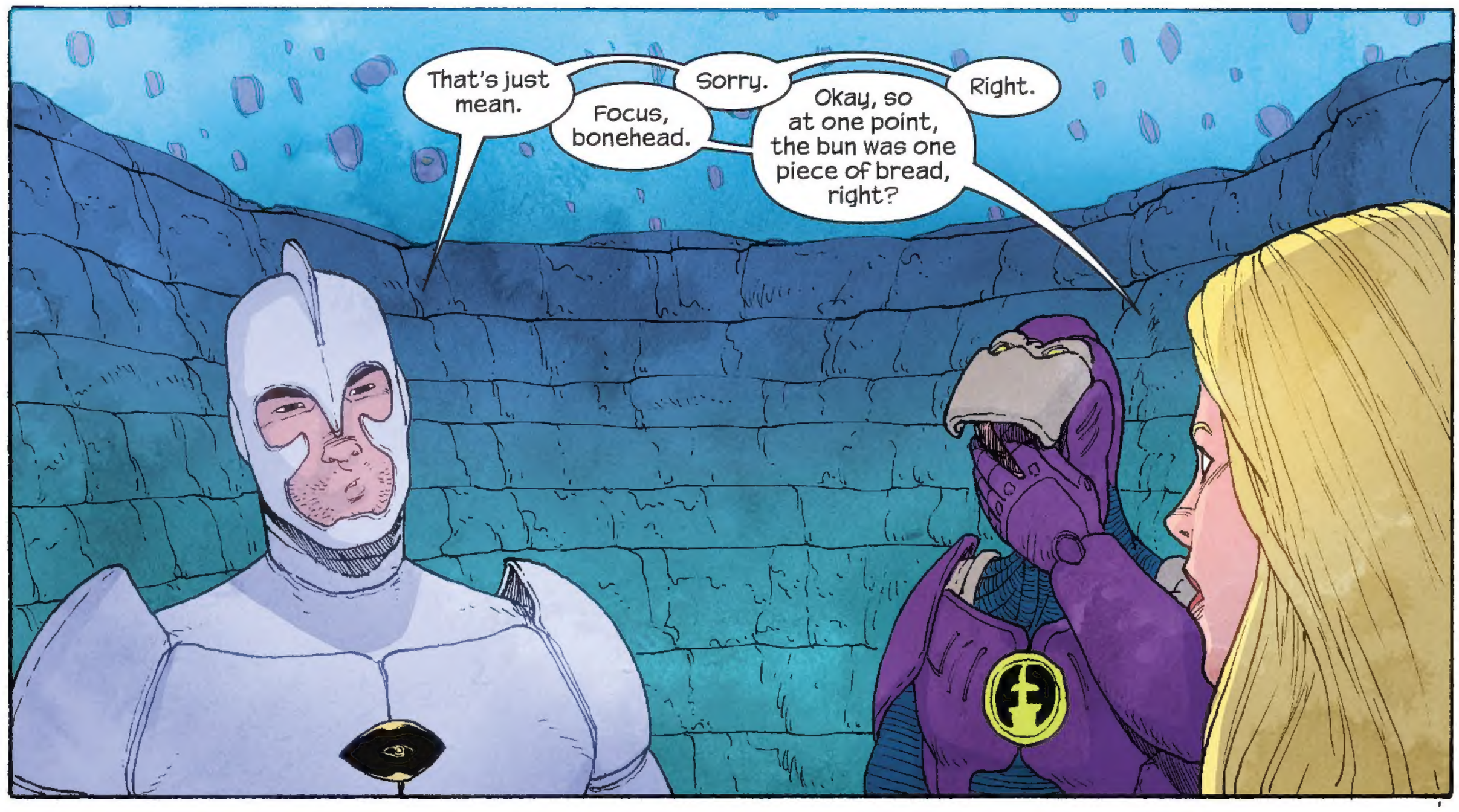
And what keeps him from simply materializing us in the deep vacuum of space, Stark?

...
Rick, don't materialize us in the deep vacuum of space.

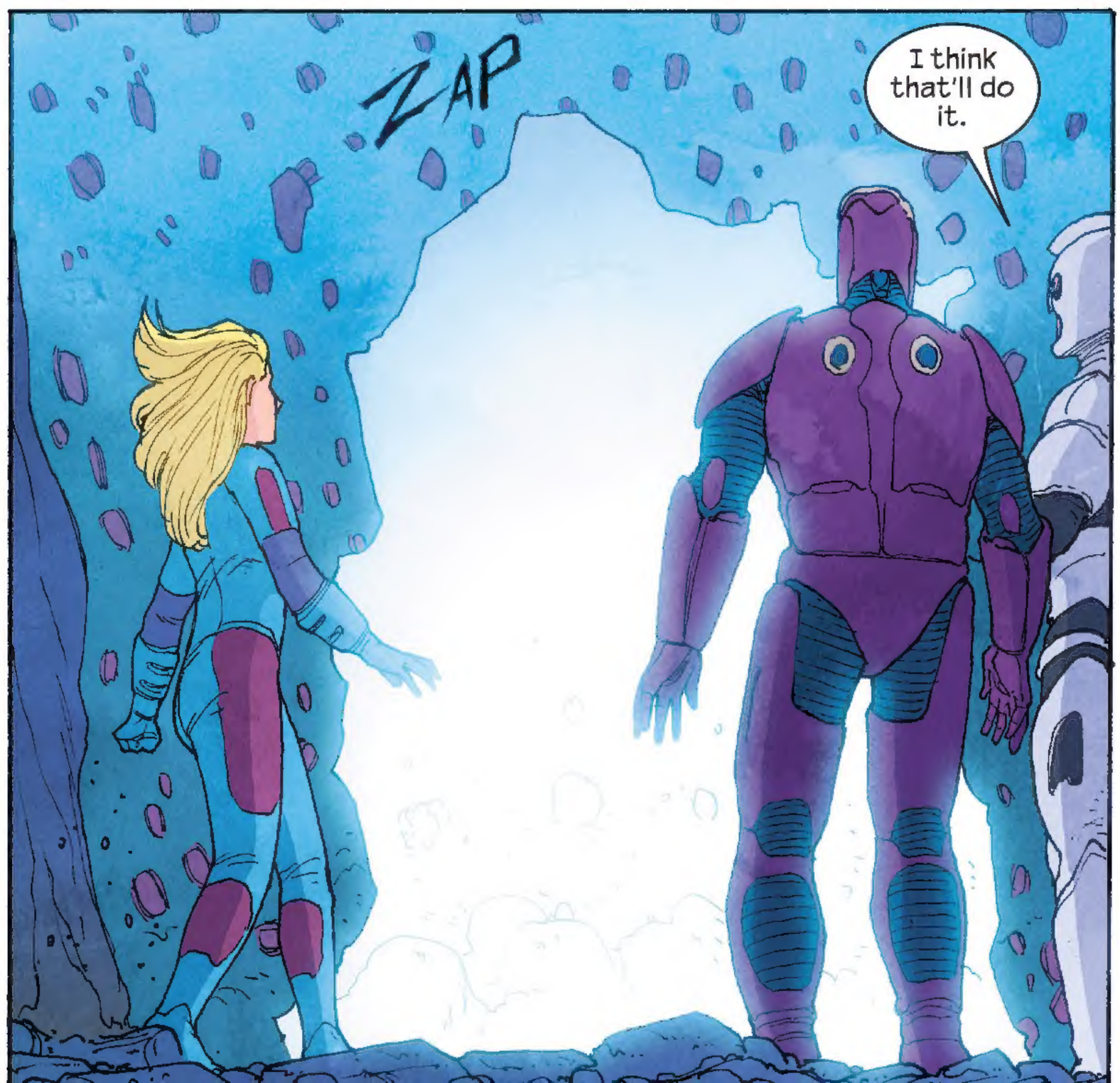

Let's do this.

Okay, we're currently in the dead space between universes, so, imagine you have two pieces of paper.
Okay.
Now, they're on top of each other. That's the multiverse.
Okay.
Now, imagine the space in between them--
There's no space in between them--
No, there is. An infinitesimal space, atoms wide--
You lost me.
On what?
What kind of paper are we talking about--
We're doomed.

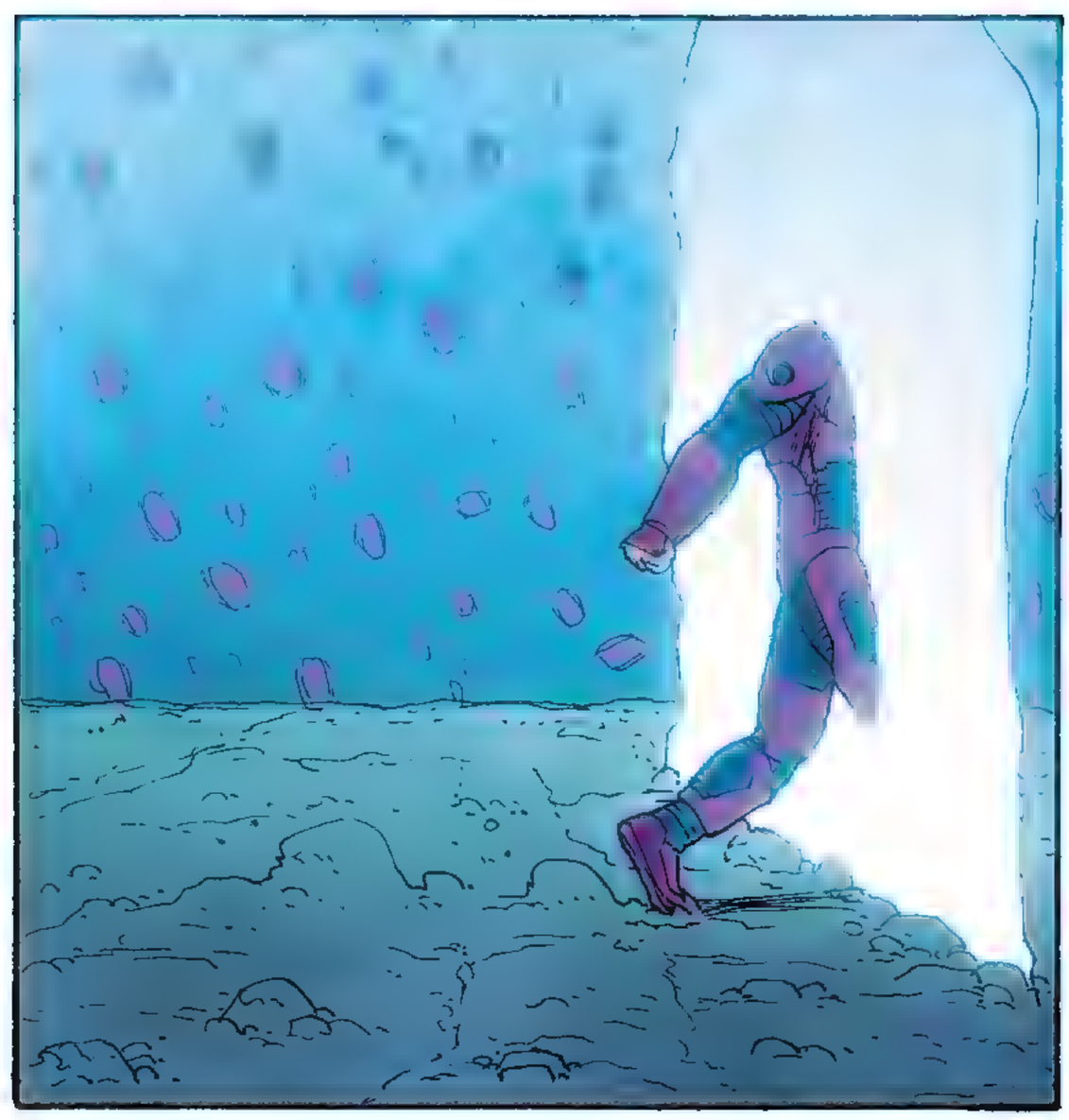

You clearly don't know how to talk to teenagers, Tony.
Rick. Imagine a burger--
SIGH


That's just mean.
Focus, bonehead.
Sorry.
Okay, so at one point, the bun was one piece of bread, right?
Right.

We're the meat. The meat in between the buns.
...
It's really more of a roll, technically...
I can't believe you're the sole protector of the universe.

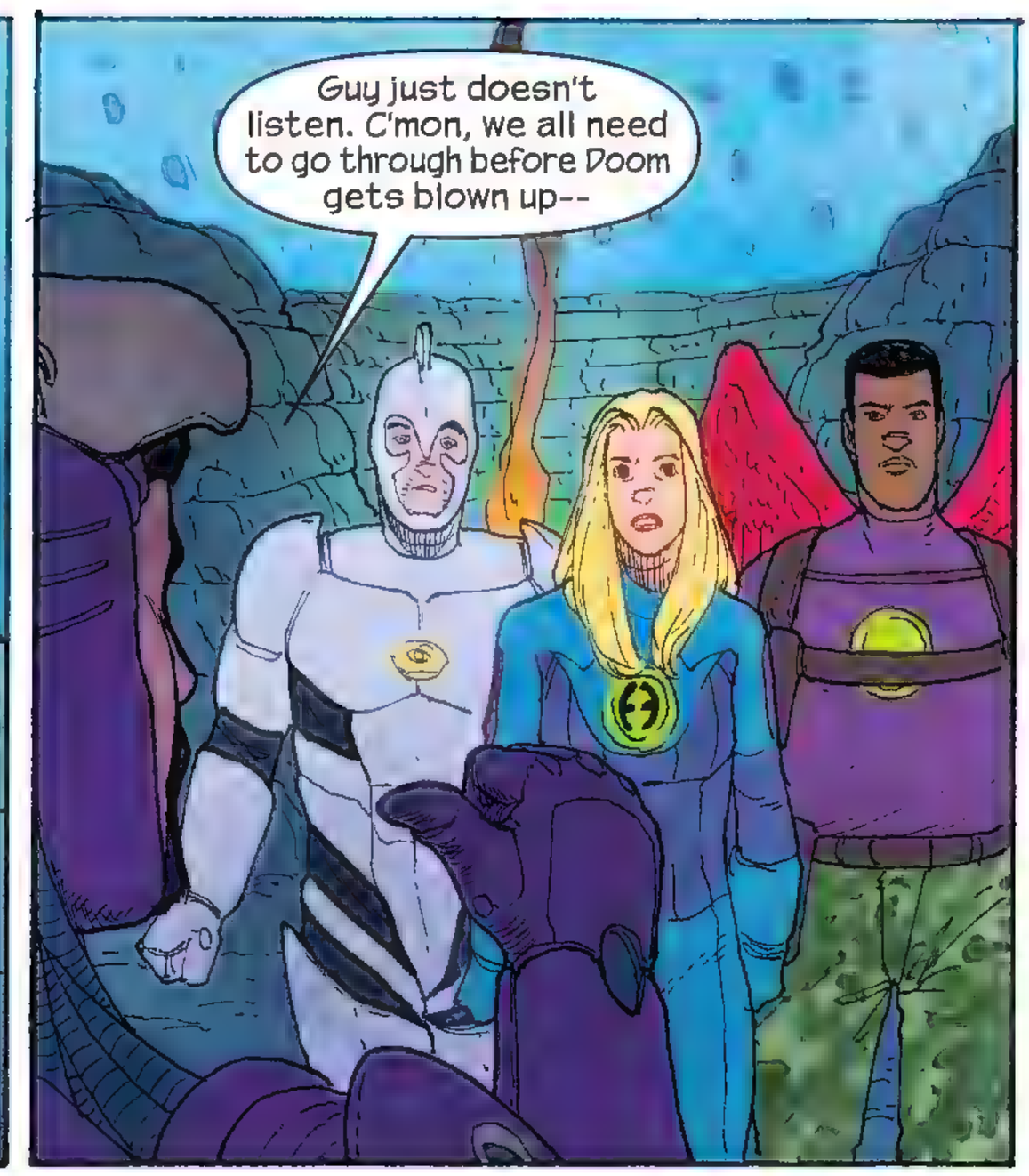

ZAP
I think that'll do it.

Who goes first?
I don't believe I need to breathe.
I do.
Tony. You go first--



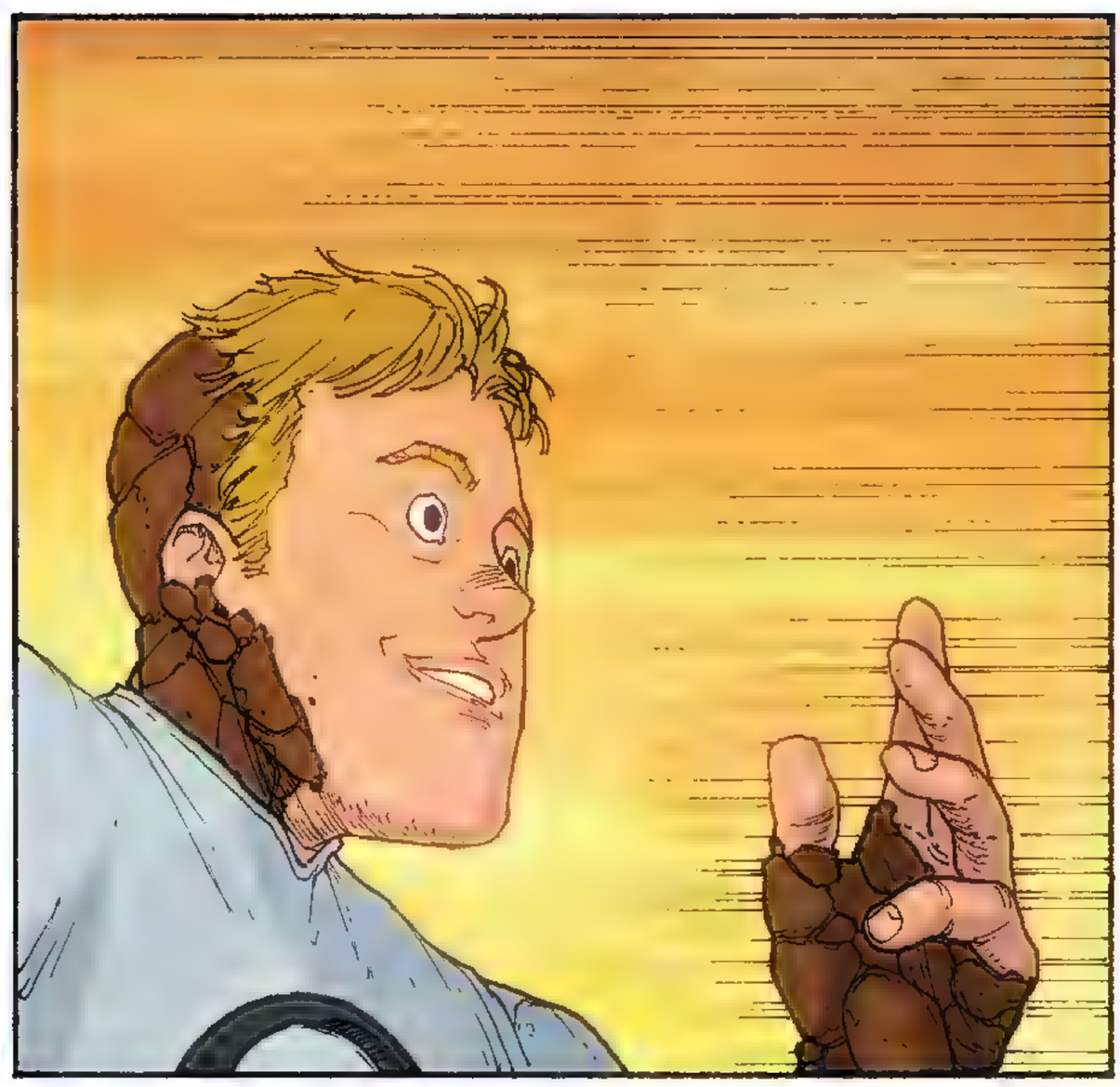
He did it. We're home. But--

Out of the way, Stark.
I said, "but"--

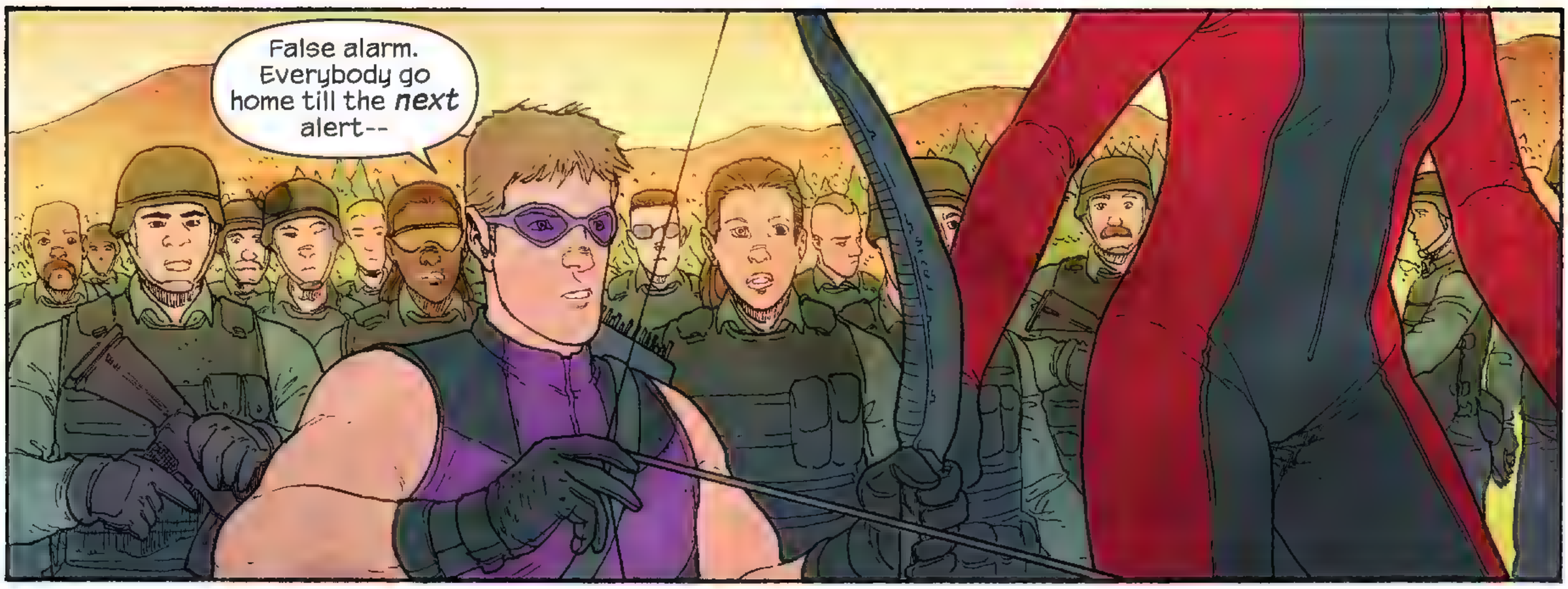

Guy just doesn't listen. C'mon, we all need to go through before Doom gets blown up--

You couldn't have said something first, Stark?
I tried.
Is there some sort of code we set up to prove that we're the real us?
Uh... not really, no...
Excellent, our future depends on a man with literal rocks for brains.
Wait. Hold on.
Benjamin J. Grimm--

Did you remember to pick up the dry cleaning?



Susie!
Hey, Rocky.

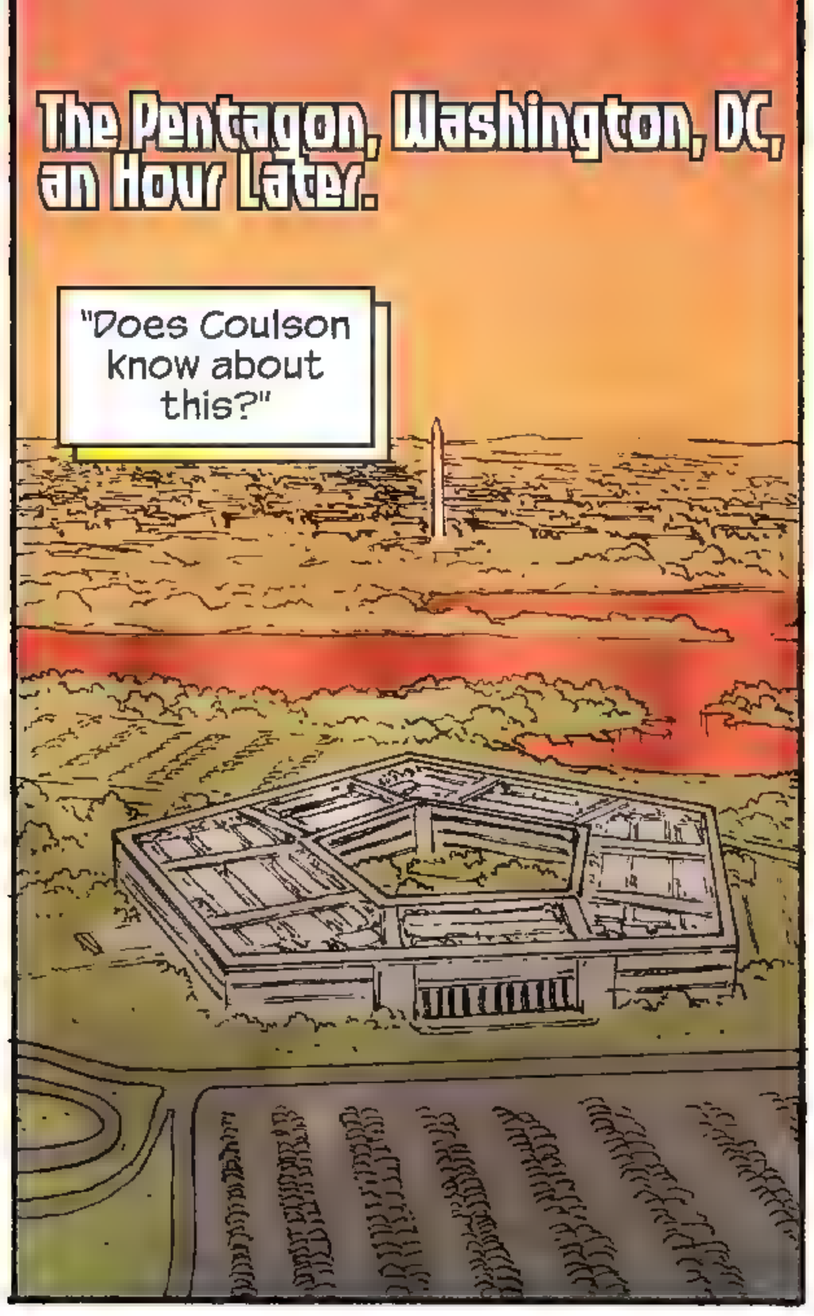

False alarm. Everybody go home till the *next* alert--

Hey, Iron Man.
Hey, Hawkeye.
We thought we lost you, too.

Clint, I can't die. I'm the most important person in the universe.

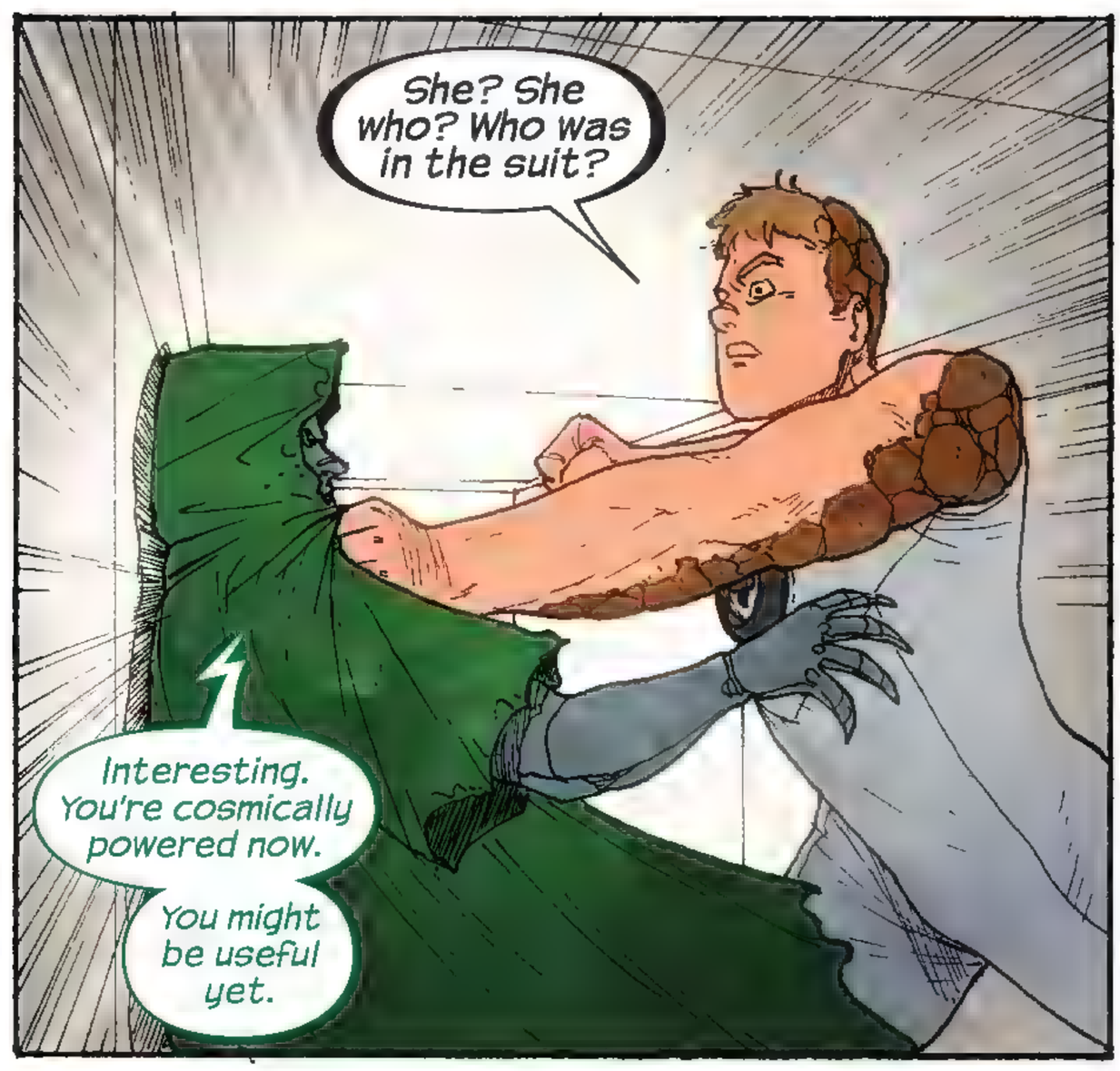
It's good to see you too, Tony.
We, *uh*... have something to show you...

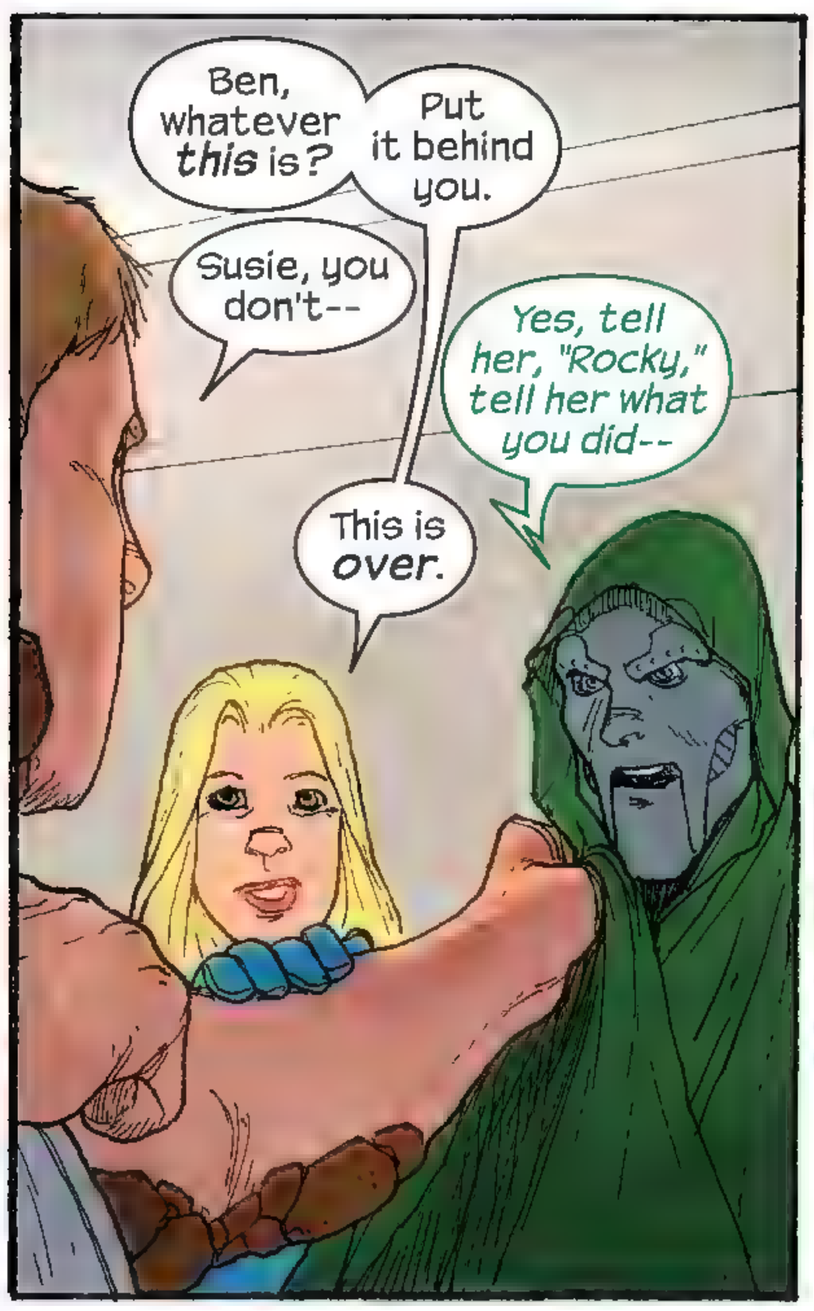
Can it wait a bit? I think they want to make out.
It really, really can't.

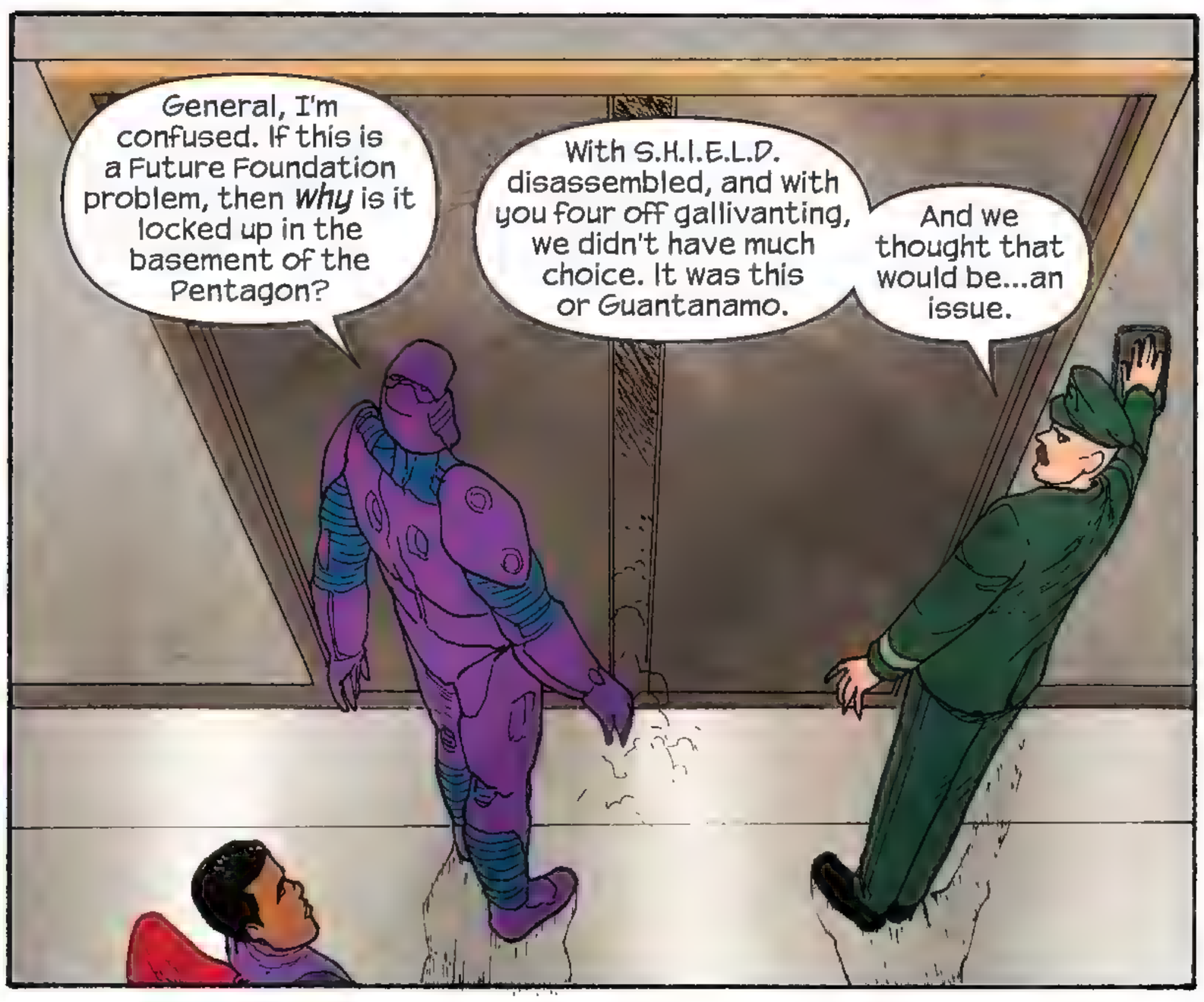

The Pentagon, Washington, DC, an Hour Later.
"Does Coulson know about this?"

Yes, he's been informed, and your associates at the Future Foundation are already here...

How?
How what, Grimm?
You know what.
How did I survive you murdering me?
That wasn't me you murdered. It was my associate. She-


She? She who? Who was in the suit?
Interesting. You're cosmically powered now.
You might be useful yet.

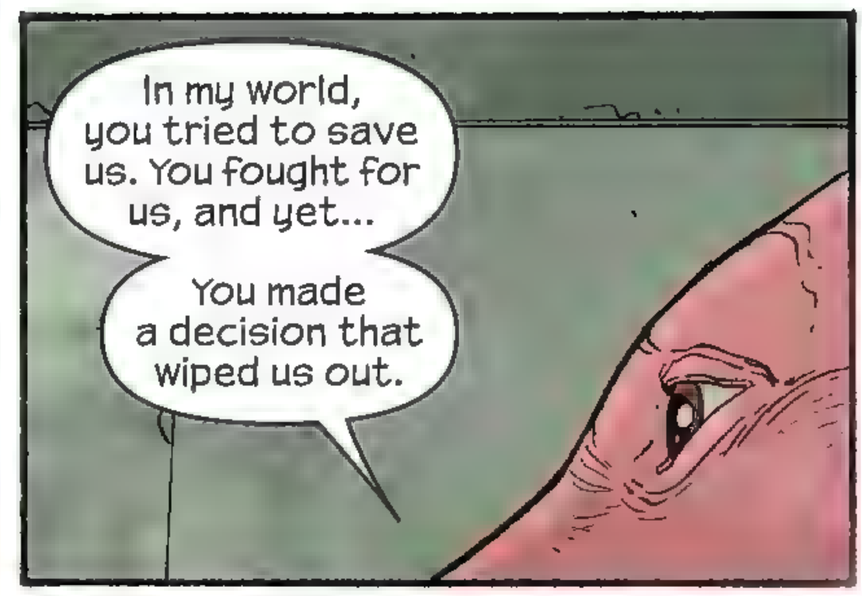

Ben, whatever this is?
Put it behind you.
Susie, you don't--
Yes, tell her, "Rocky," tell her what you did--
This is over.


General, I'm confused. If this is a Future Foundation problem, then why is it locked up in the basement of the Pentagon?
With S.H.I.E.L.D. disassembled, and with you four off gallivanting, we didn't have much choice. It was this or Guantanamo.
And we thought that would be...an issue.

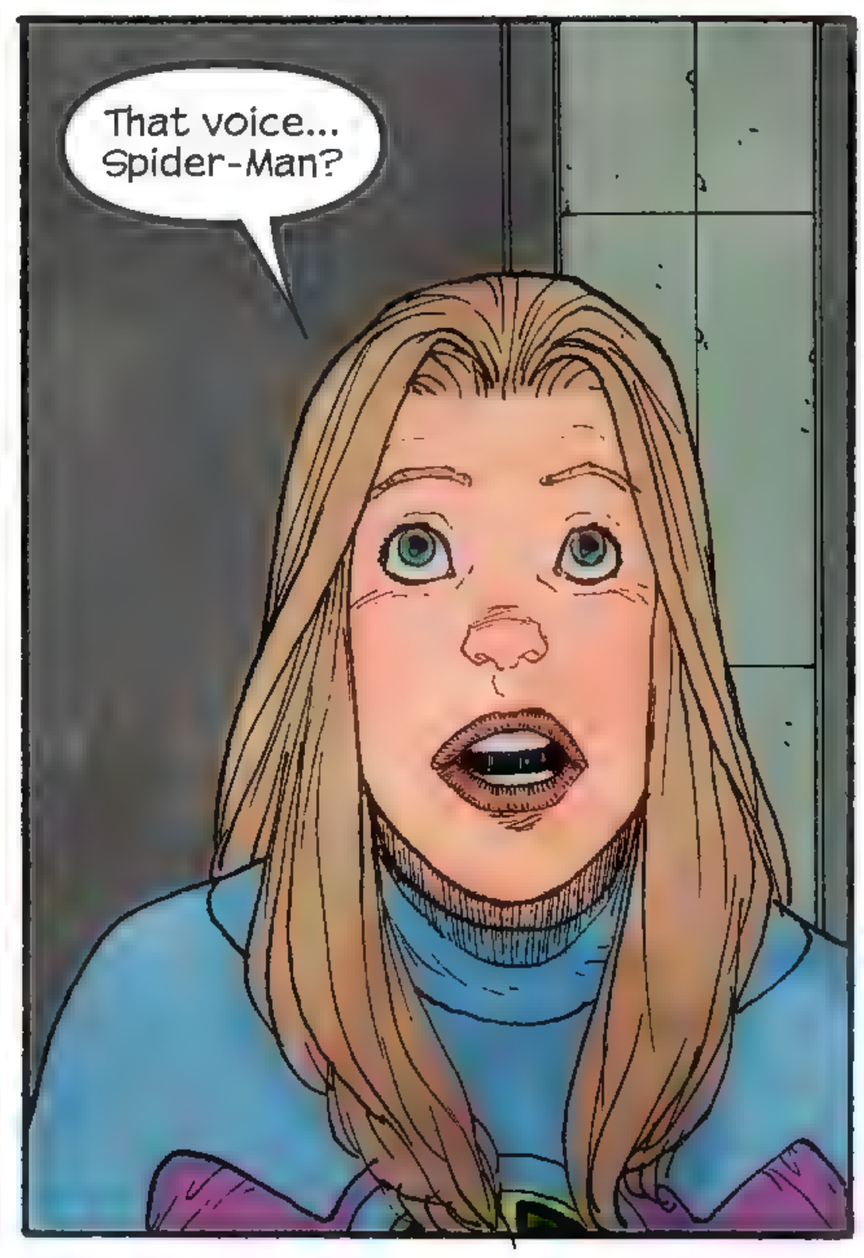
"Phil Coulson has already assessed the situation."
You survived, I see.
Y'could call your Ma and Pa once in a while, ya idjits.
Who's the kid in the pointy hat?

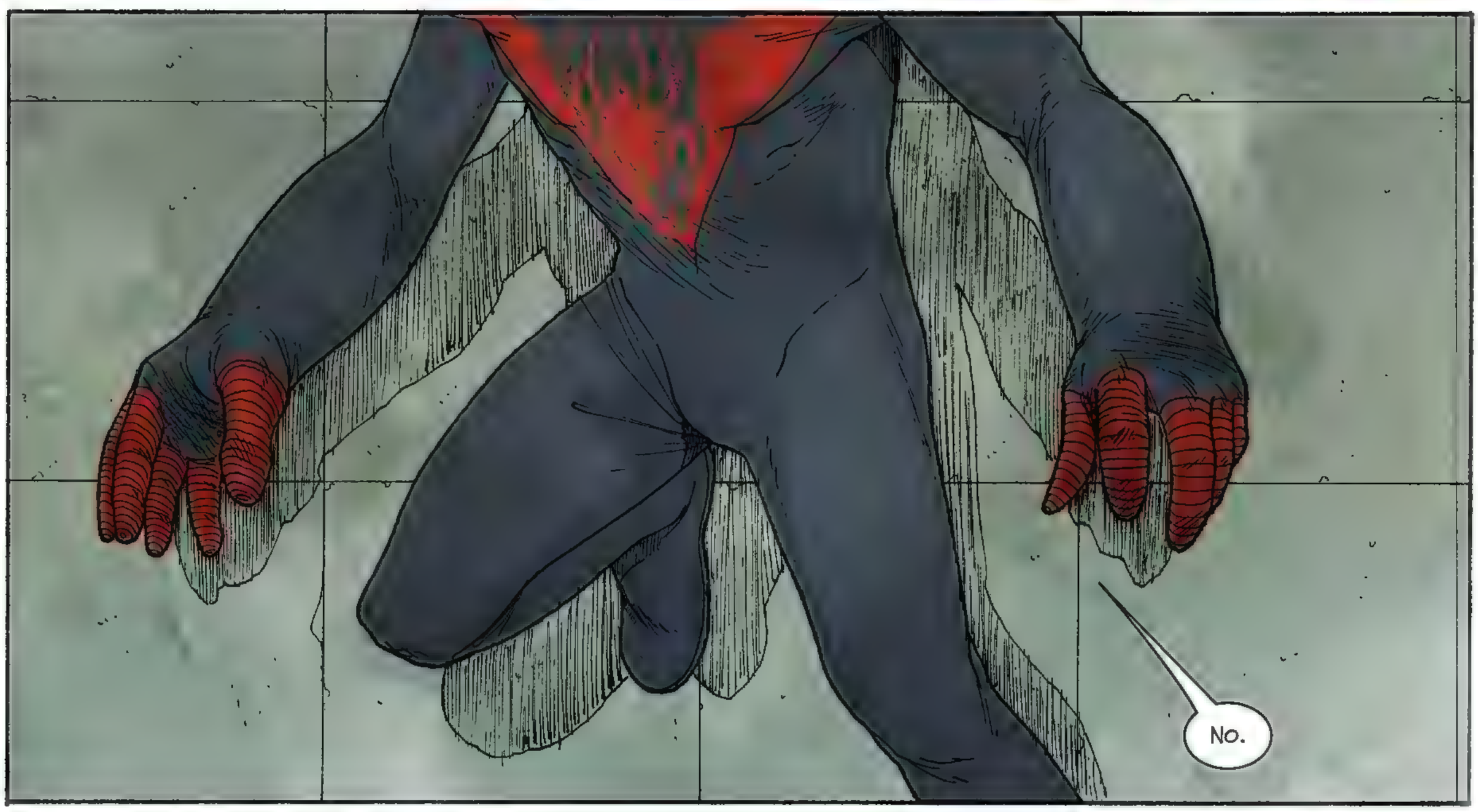
He kept saying he had to talk to the Future Foundation. He refuses to talk to anyone else.

I'm Susan Storm, the leader of the Future Foundation, this is my associate, Sam Wilson.
I know who you are.


In my world, you tried to save us. You fought for us, and yet...
You made a decision that wiped us out.

I'm here to make sure you don't do that again.


That voice... Spider-Man?


No.

My name is Miles Morhames, I'm the Ultimate Spider-Ham, and I'm here to save the universe.
Next: Spider-Ham Saves The Universe!

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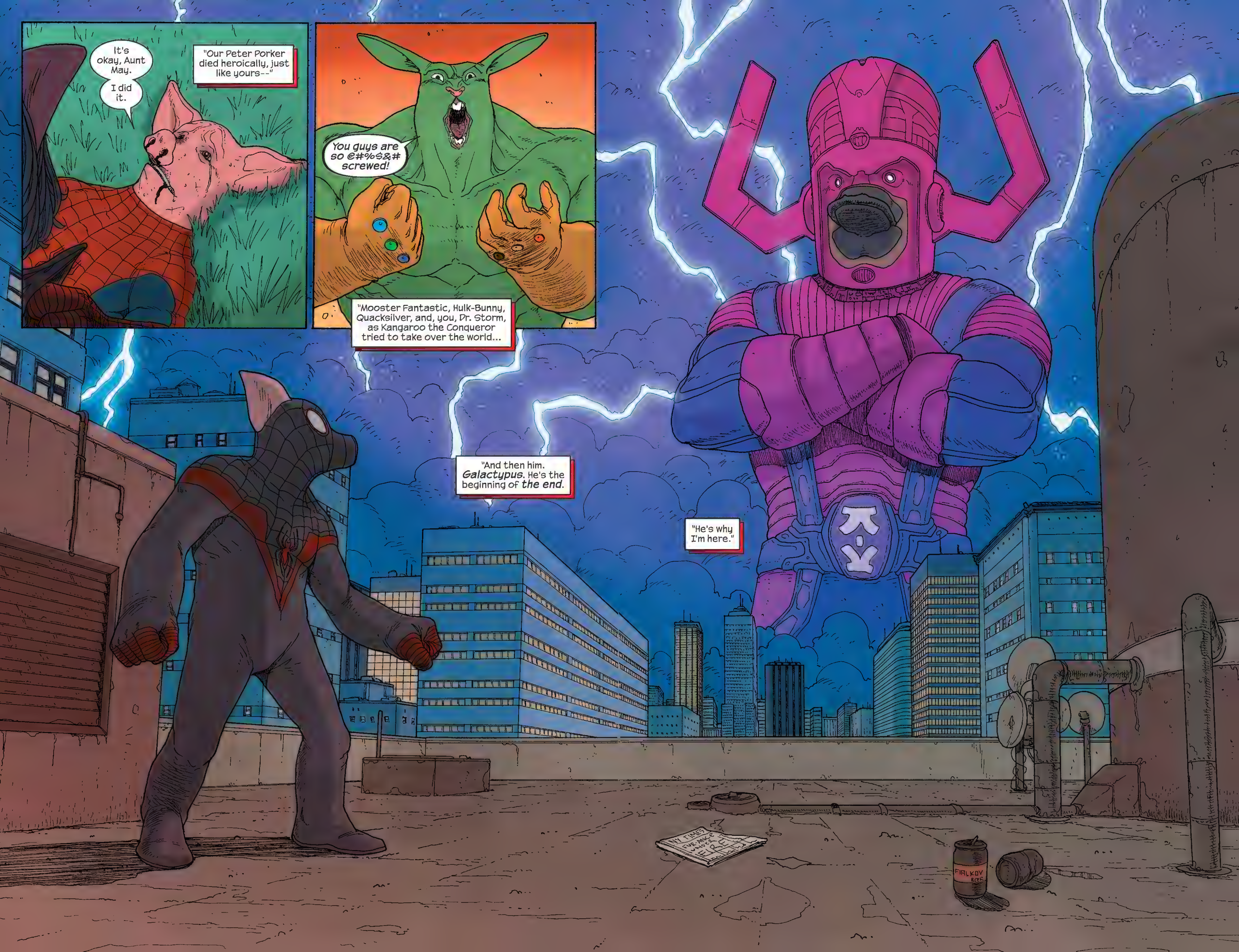
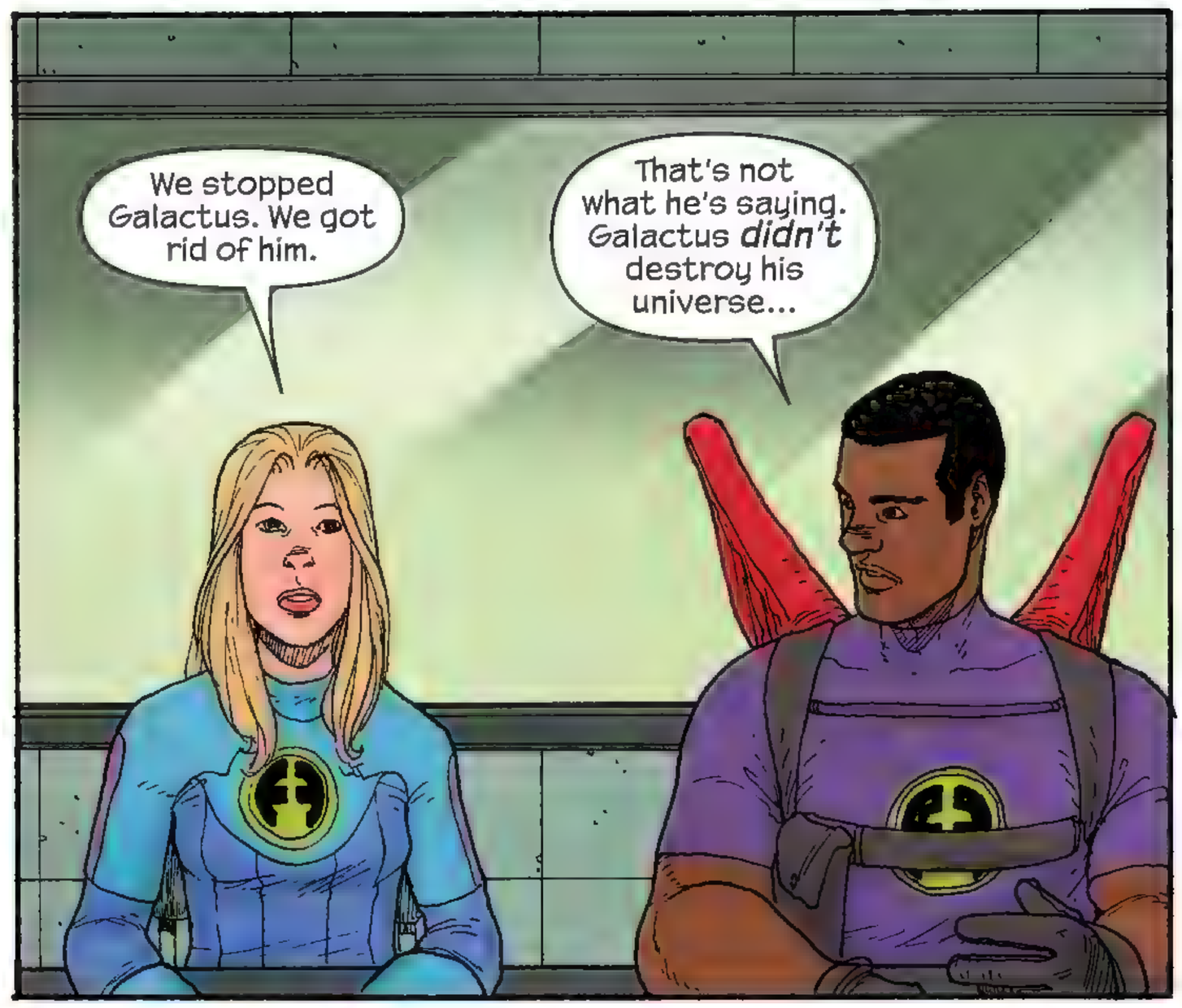
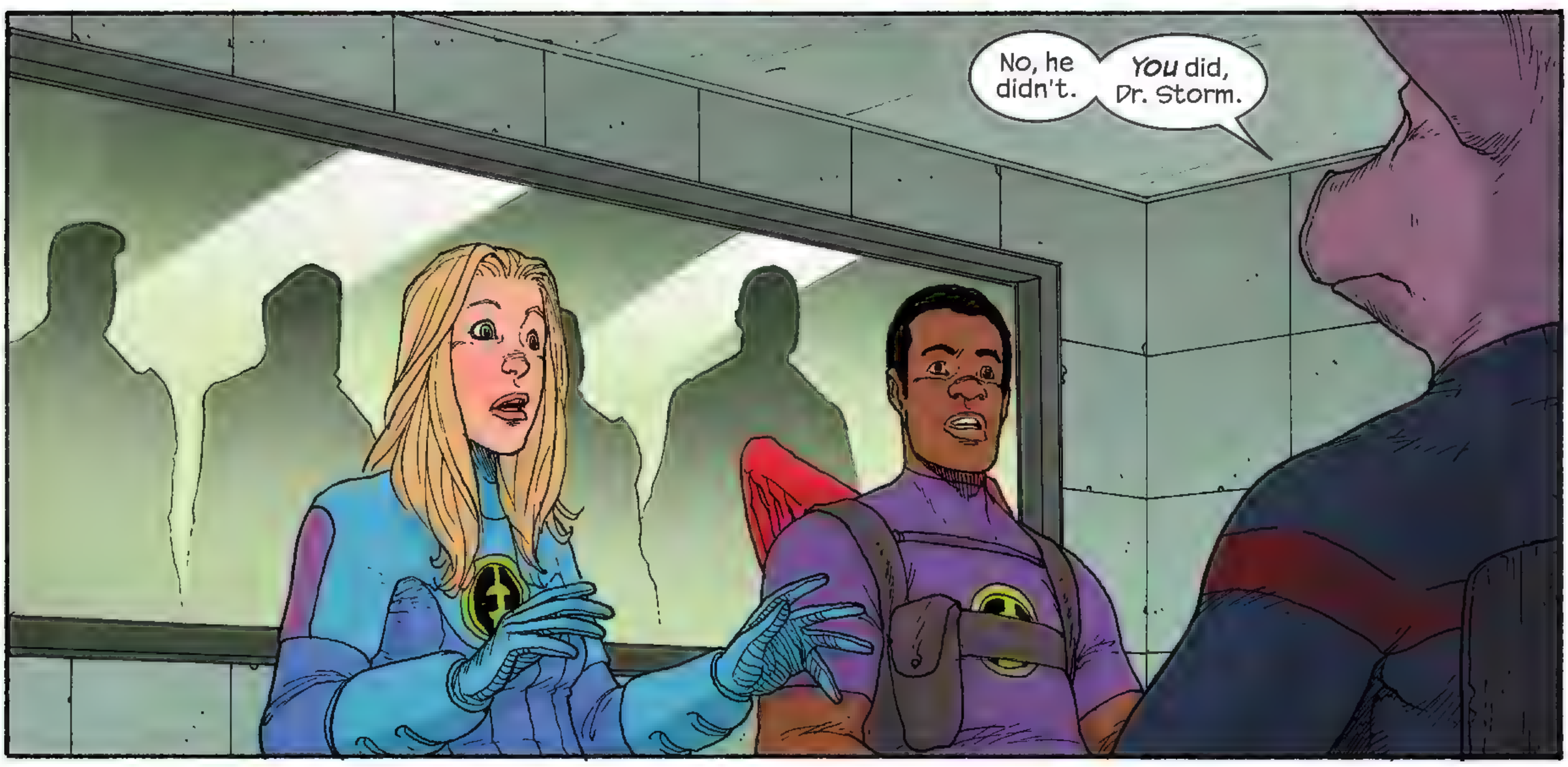
005

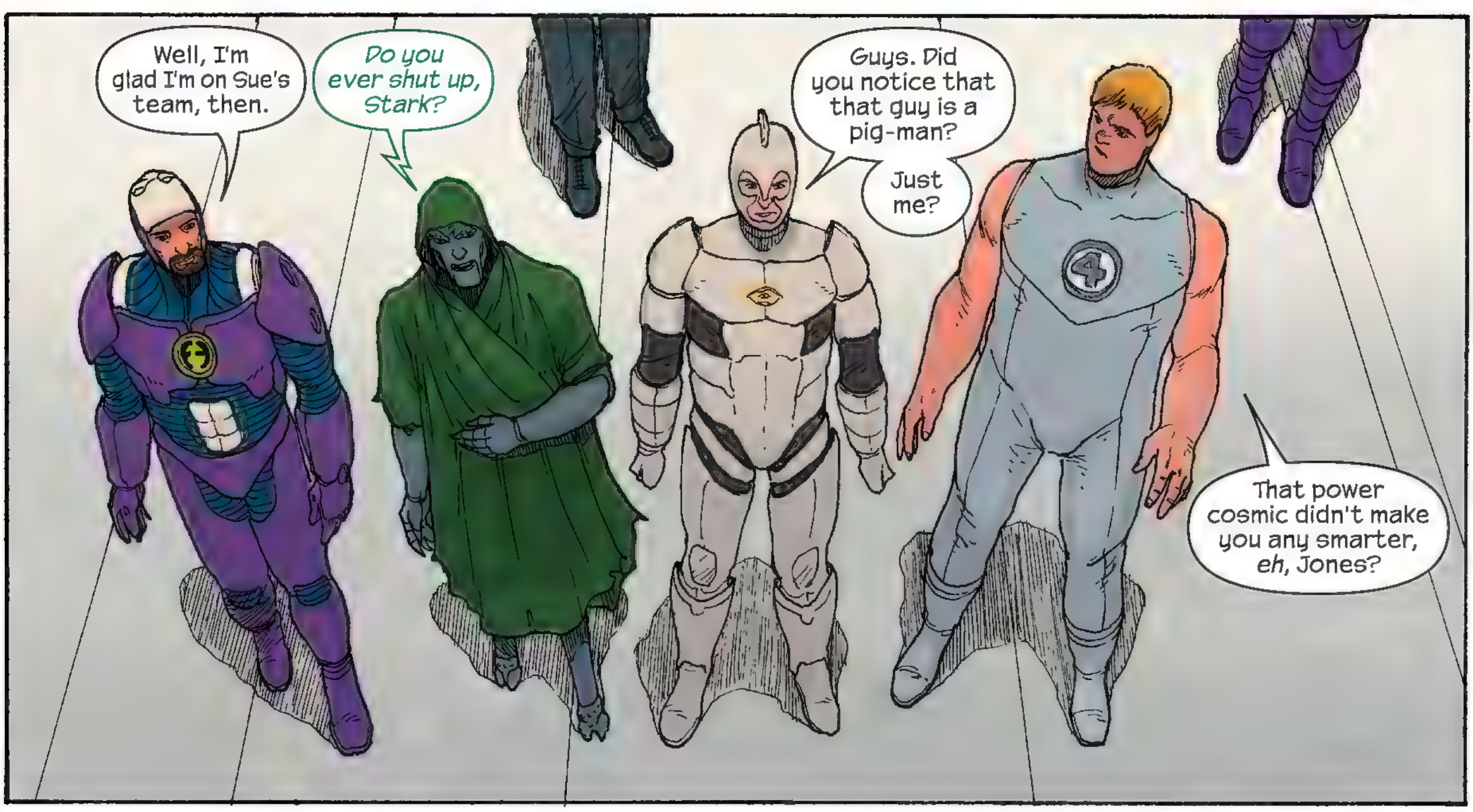
You think this letter on my head stands for DOG? ÷Meow÷
"From what we learned, your world and ours are the same.
"Mostly.
"We were invaded by the Chiuauatari, and defended by the Ultipets."

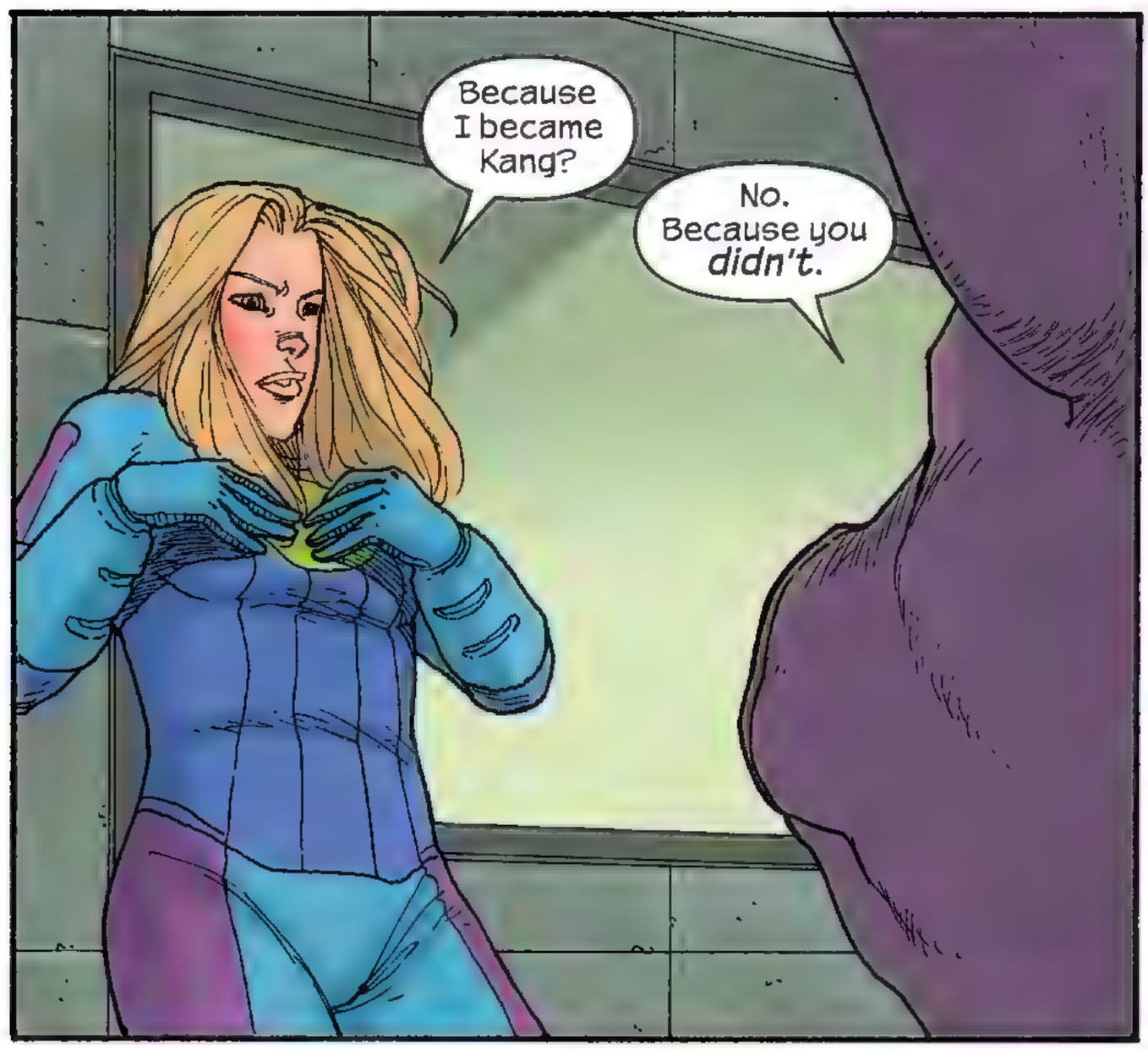

It's okay, Aunt May.
I did it.
"Our Peter Porker died heroically, just like yours--"
You guys are so @#%$&# screwed!
"Mooster Fantastic, Hulk-Bunny, Quacksilver, and, you, Dr. Storm, as Kangaroo the Conqueror tried to take over the world...
"And then him. *Galactypus*. He's the beginning of *the end*.
"He's why I'm here."

My universe began to *die* that day and we didn't even know it.
I'm here to help you stop that from happening on your world.
And, I have nowhere else to go, 'cause, y'know... no universe.


We stopped Galactus. We got rid of him.
That's not what he's saying. Galactus *didn't* destroy his universe...


No, he didn't.
You did, Dr. Storm.


Well, I'm glad I'm on Sue's team, then.
Do you ever shut up, Stark?
Guys. Did you notice that that guy is a pig-man?
Just me?
That power cosmic didn't make you any smarter, *eh*, Jones?


Because I became Kang?
No. Because you *didn't*.

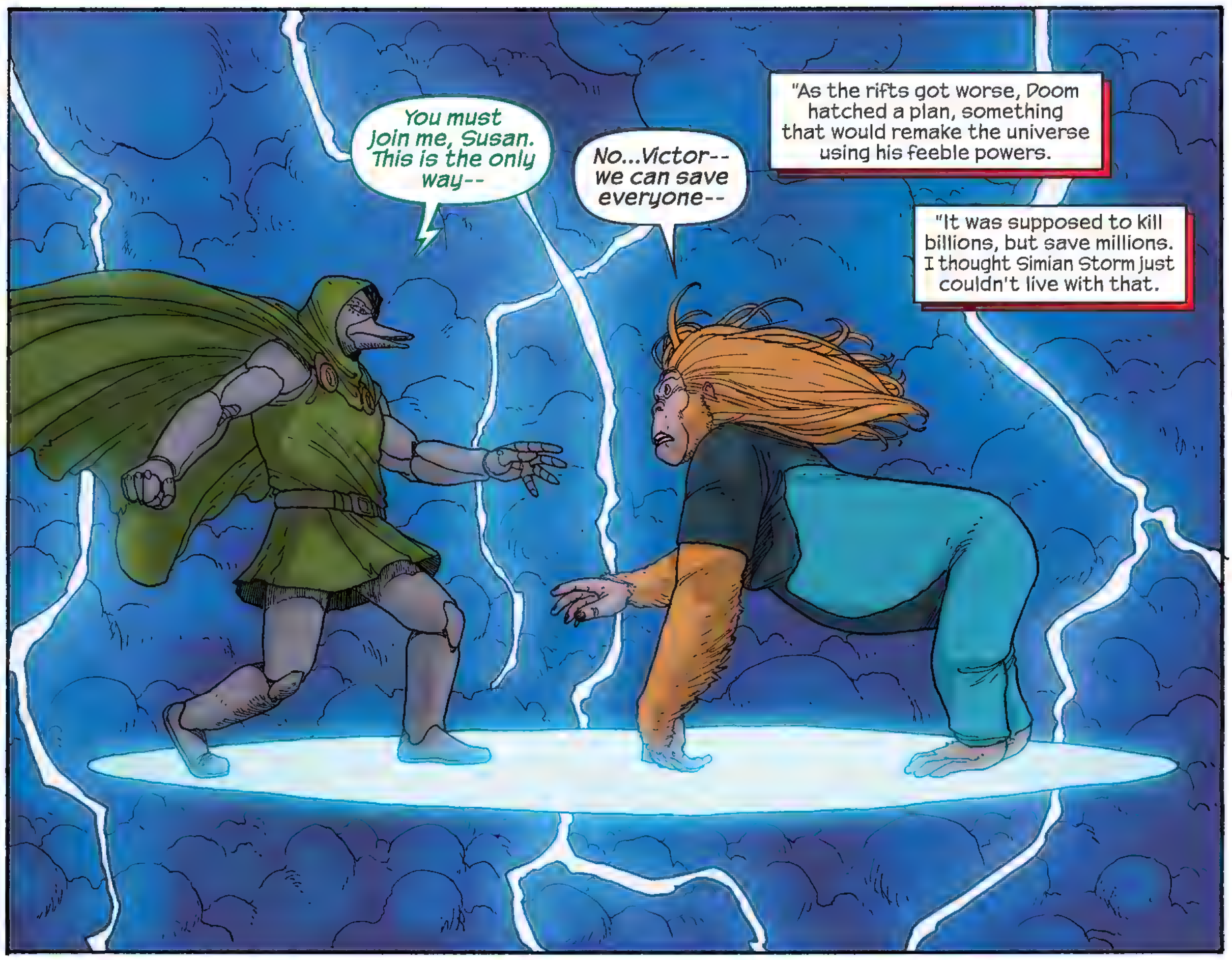
I've been to a *ton* of parallel universes, and there's one very distinct difference between the ones that live and the ones that die.

In the universes that survive, you and Reed Richards have a *child*.
What?

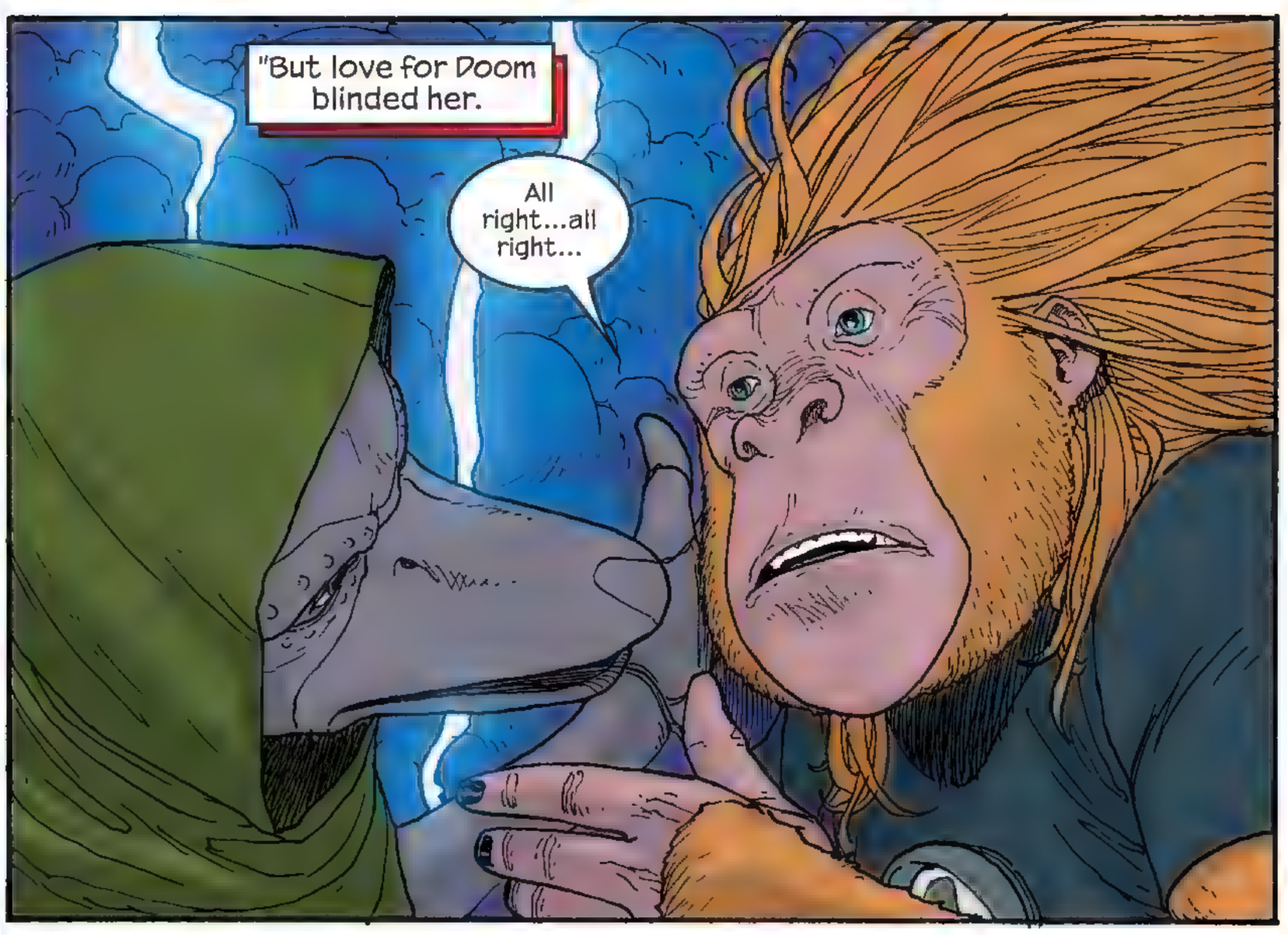
I've seen what will happen a thousand times. Your relationship with Ben Grizzly will end, painfully, and then...
You will fall in love with...*him*.

Is he looking at me?
'Cause she's not really my type.
I mean, she's cute--
Ducktor Doom.

"Duck"-tor?

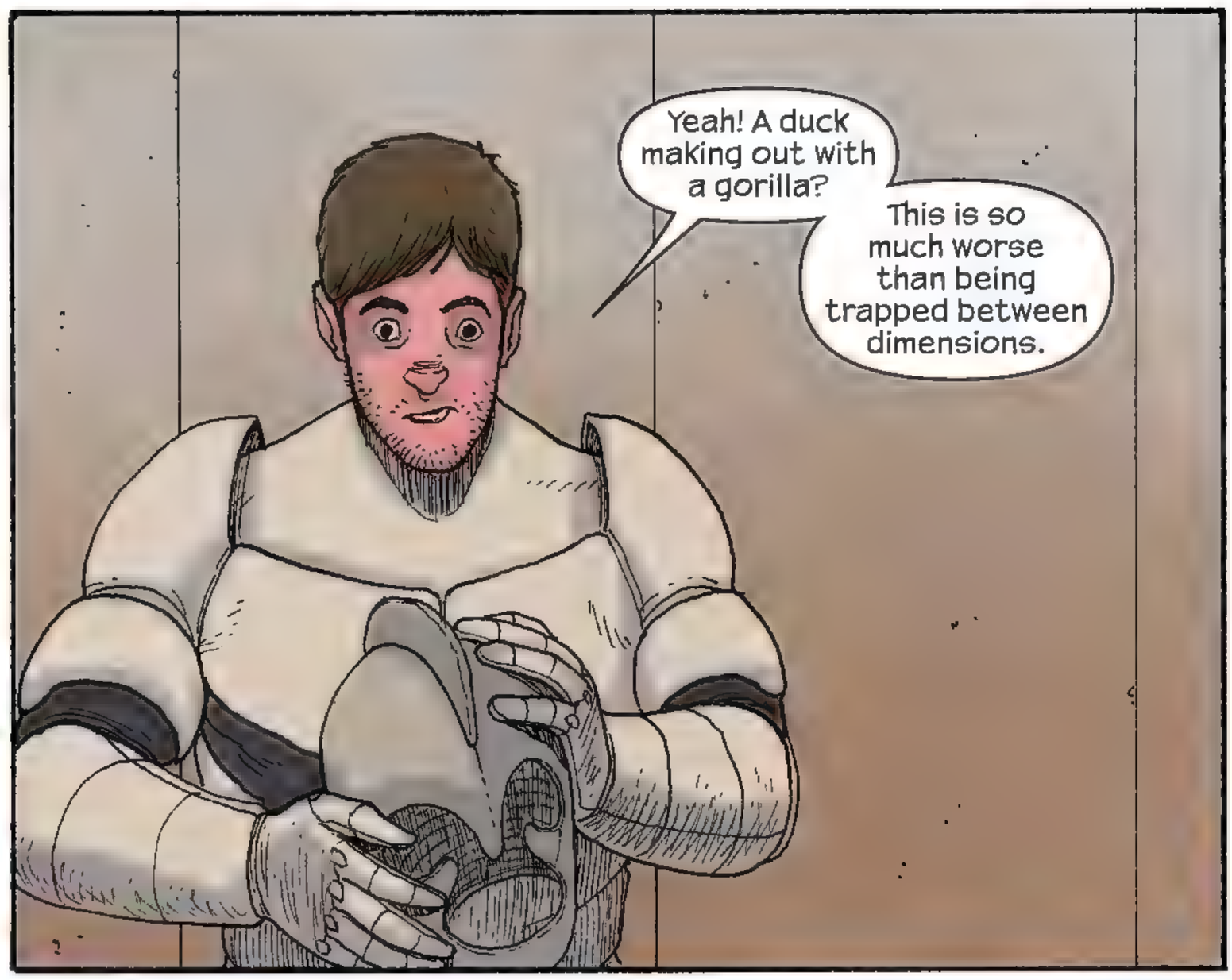

You must join me, Susan. This is the only way--
No...Victor--we can save everyone--
"As the rifts got worse, Doom hatched a plan, something that would remake the universe using his feeble powers.
"It was supposed to kill billions, but save millions. I thought Simian Storm just couldn't live with that.

Then we save **no one,** and I will not lose you again.


"But love for Doom blinded her.
All right...all right...

"And our universe paid the price."

Now hold on just a minute--


Yeah! A duck making out with a gorilla?
This is so much worse than being trapped between dimensions.

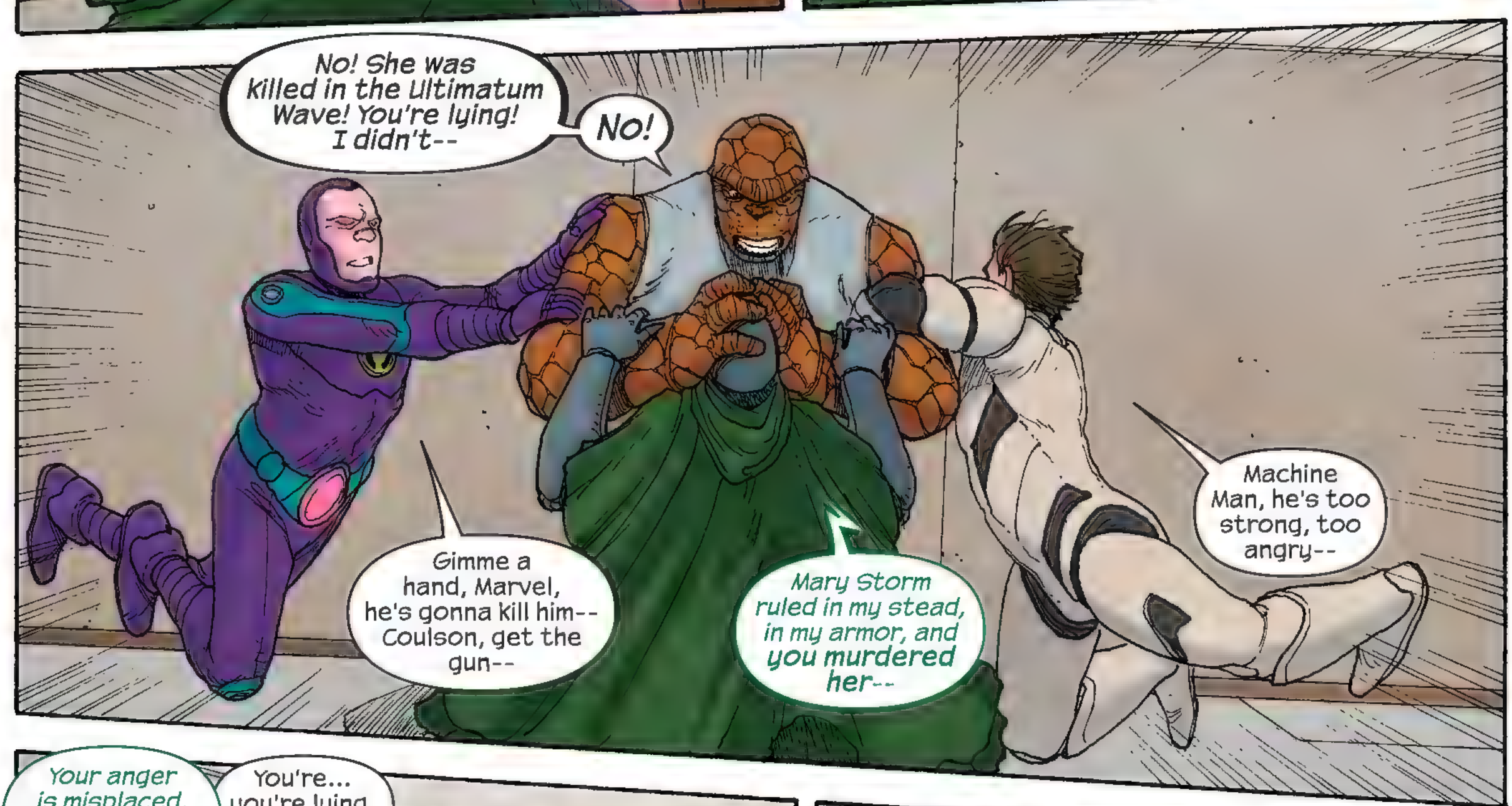
Can't you nattering fools shut your mouths?
Morhames thinks he's telling the truth. He's accessing all the right parts of the brain--
Or, at least, what I'd guess were right considering his... Piggy-physiology.

It seems weird that who Sue Storm is kissing impacts upon the fate of the universe.
Well, she was still with Reed in Universe 616, Sam, and had kids, and that one still existed--
It just seems like a false positive.

All you see is math. You don't understand poetry.

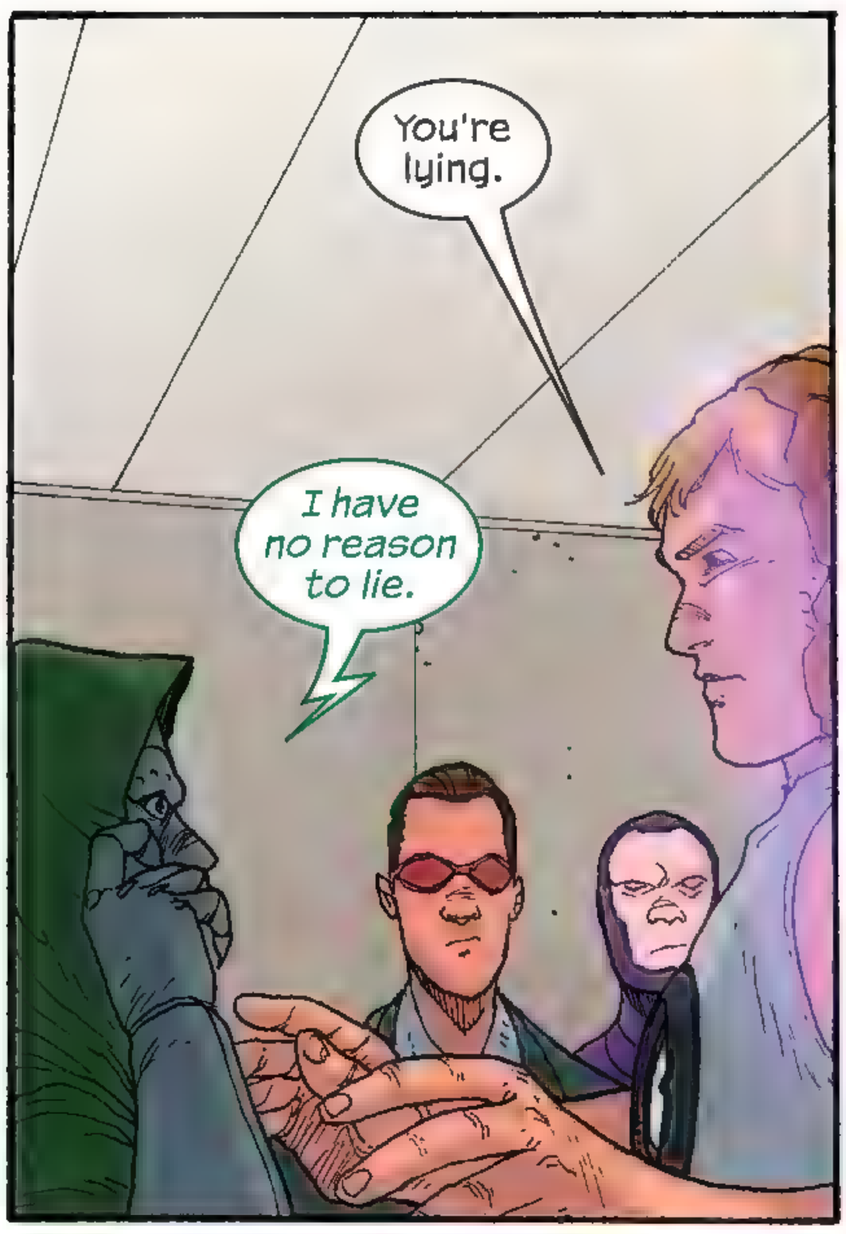
I don't know how you survived me crushing your head, Doom, but I'm happy to try again--
Then who did I kill?
I told you, you can't crush solid steel.

Tell me, Victor!
I had a replacement watching my country. My most trusted aide.
Tell me Grimm, have you seen your future mother-in-law recently?


No! She was killed in the Ultimatum Wave! You're lying! I didn't--
No!
Gimme a hand, Marvel, he's gonna kill him-- Coulson, get the gun--
Mary Storm ruled in my stead, in my armor, and you murdered her--
Machine Man, he's too strong, too angry--

Your anger is misplaced, Grimm. The things you blame me for, were never me.
You're... you're lying. Always lying.
Doom always tells the truth, no matter how little you want to hear it.
Enough.

Put him down, or God help me, I'll--
Well, I don't know exactly what this'll do to you two, but it'll most likely hurt.
A lot.
Yes, Grimm, do as Coulson says. Haven't you been embarrassed enough?


You're lying.
I have no reason to lie.

I'm trying to hone in on Morhames' home universe...
Unless it's not there...
I don't get it, the exothermic radiation should be easy enough to find--

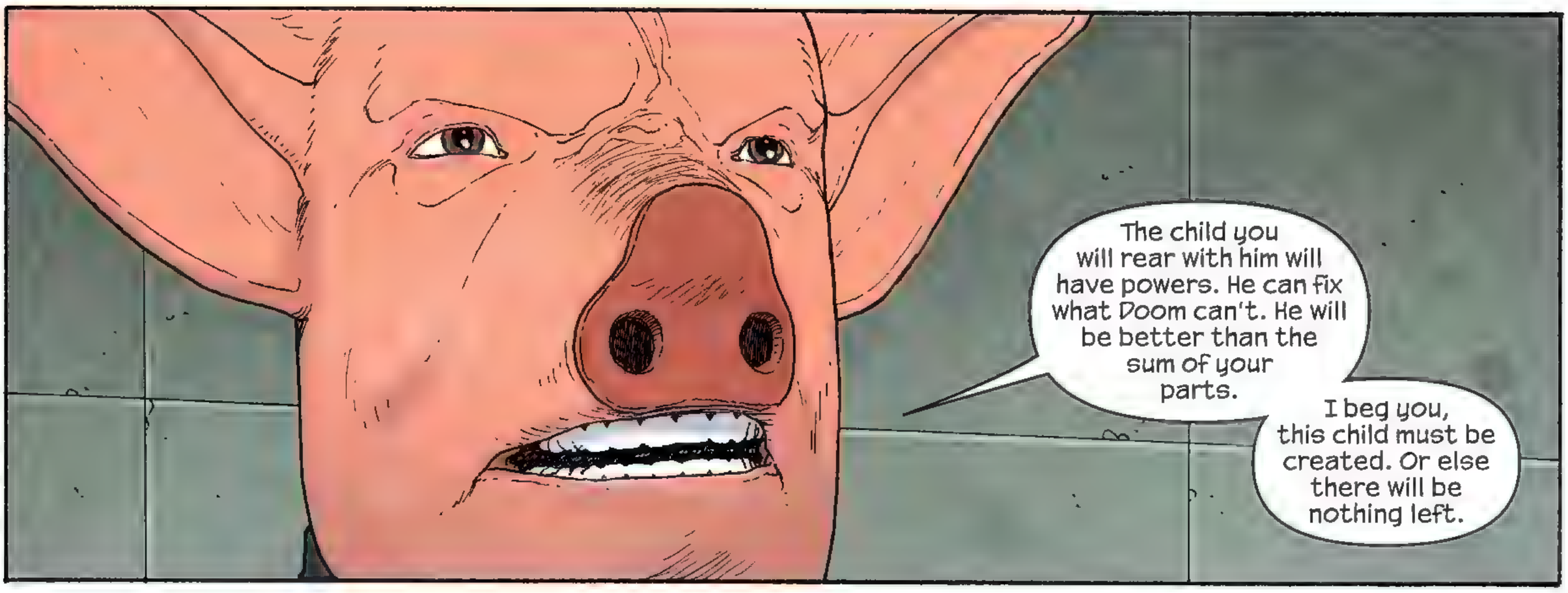
Fools. Wasting time.

Tell the truth or die, swine.
That's...
racist.

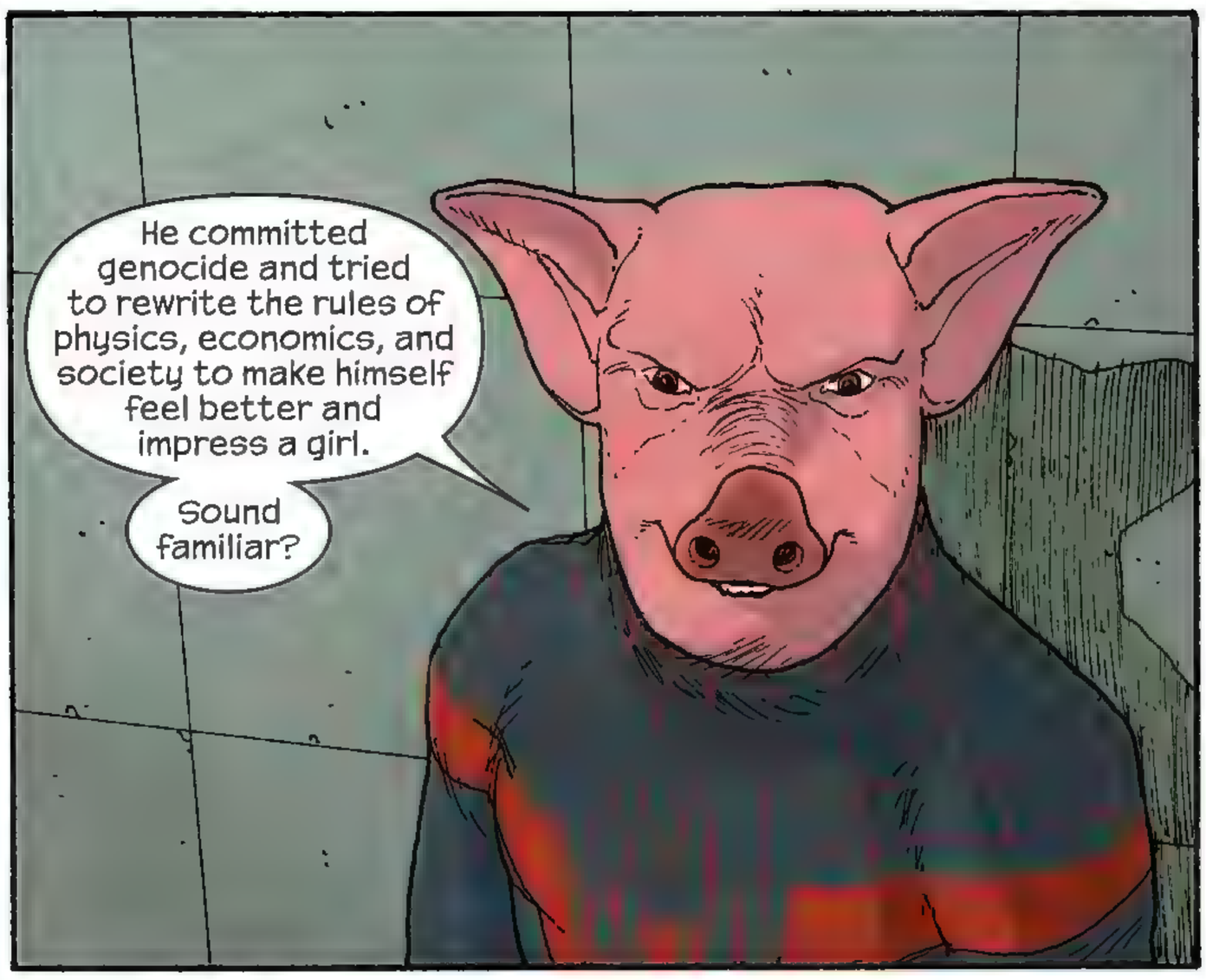
THWAK

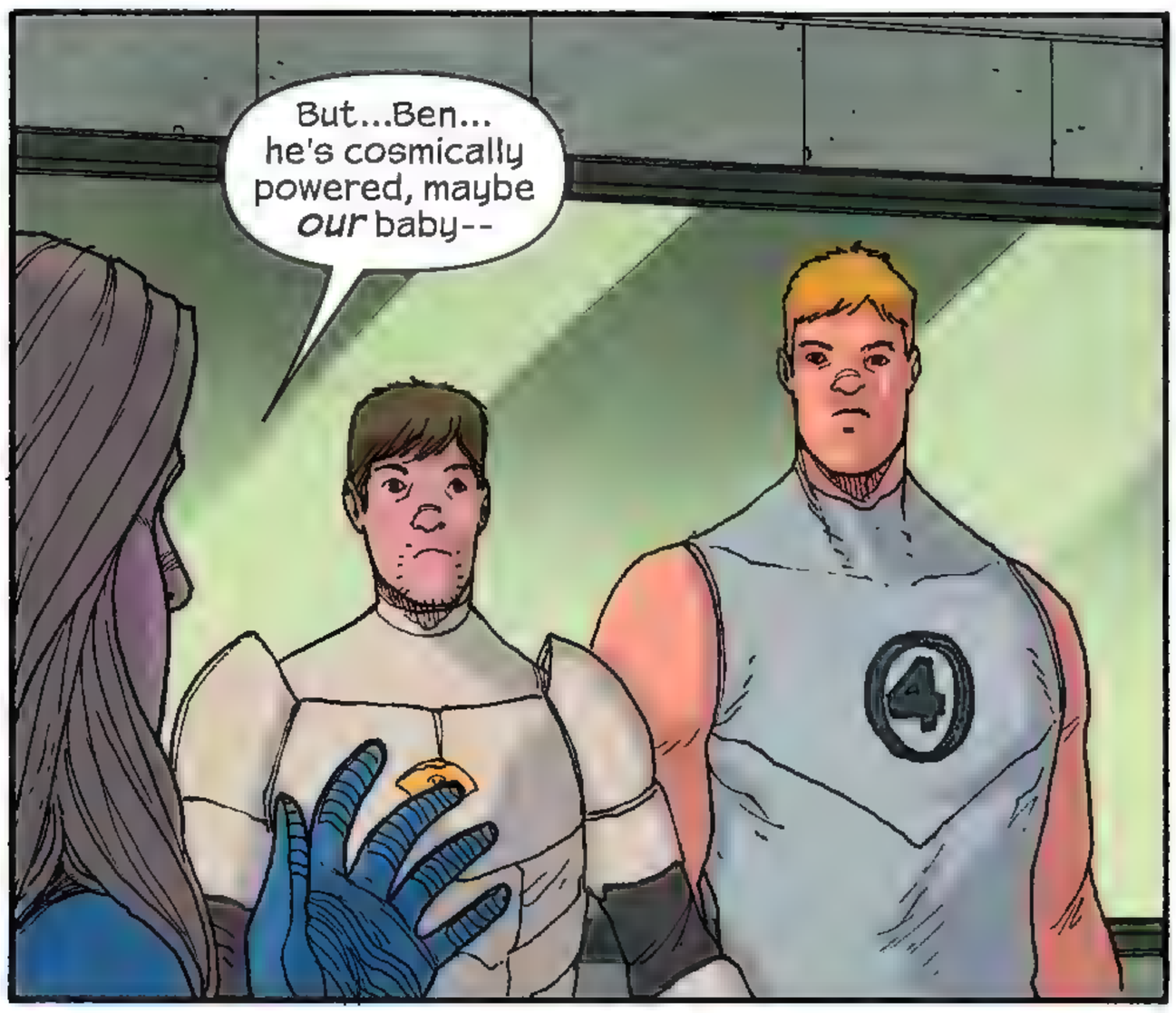
Your Doom is just as crazy as mine, I see--
The rest of you can come in...

Listen, I've done this before. I've gone from dimension to dimension, and I know it's hard to believe.
The only way you can save this universe is for Sue and Reed to get back together and have a baby.
It sounds kind of gross when I say it out loud like that.

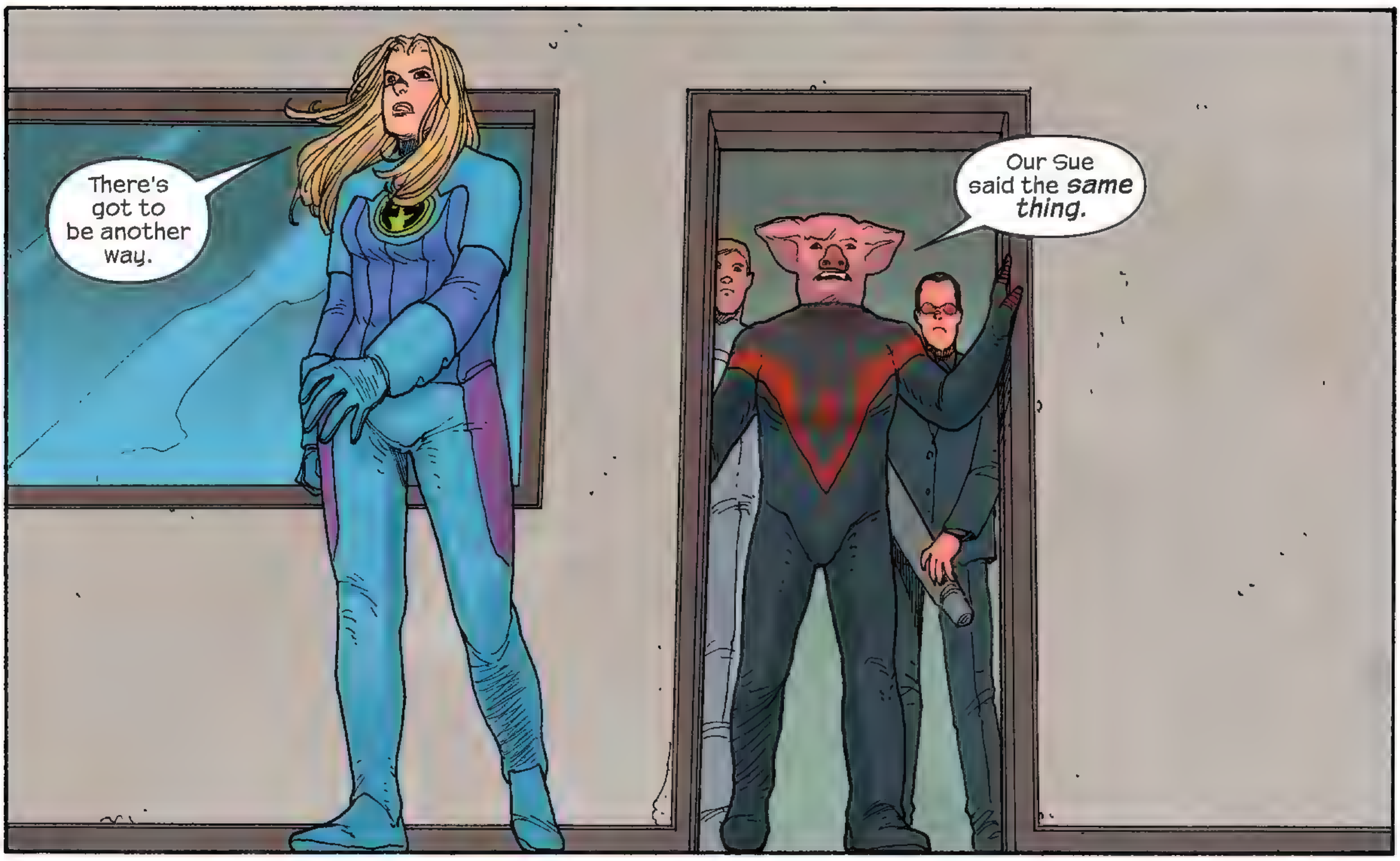

The child you will rear with him will have powers. He can fix what Doom can't. He will be better than the sum of your parts.
I beg you, this child must be created. Or else there will be nothing left.

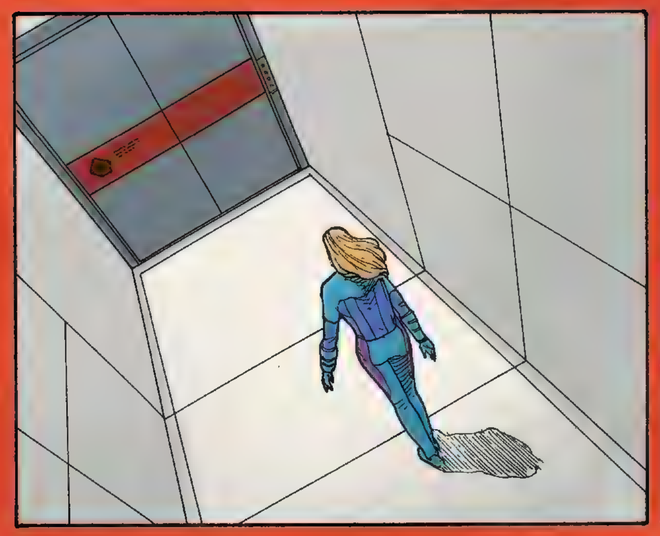
That's...it's ridiculous.
Our Reed, he...he's a monster.

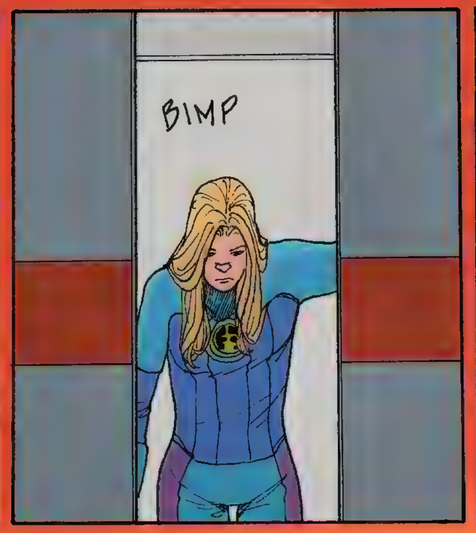

He committed genocide and tried to rewrite the rules of physics, economics, and society to make himself feel better and impress a girl.
Sound familiar?

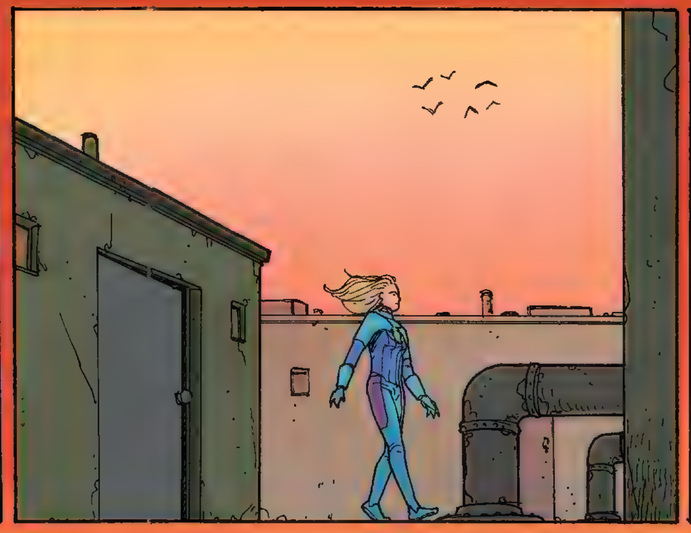

But...Ben... he's cosmically powered, maybe *our* baby--

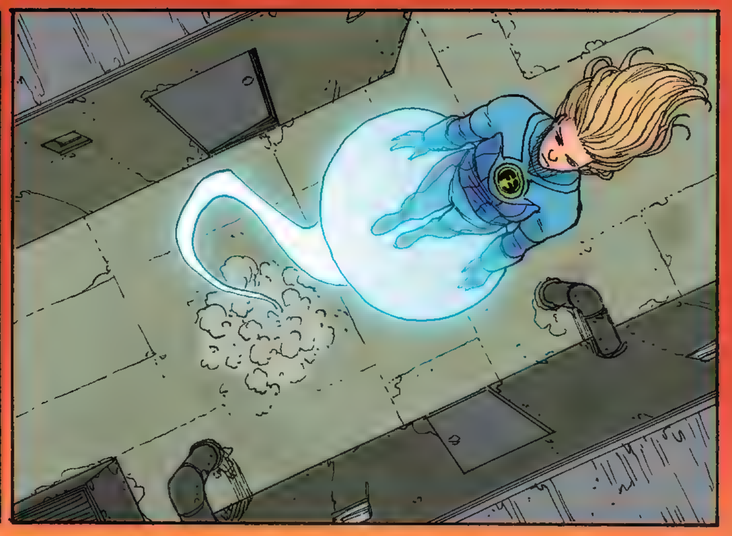
I'm sorry, Susan. It's the only way.

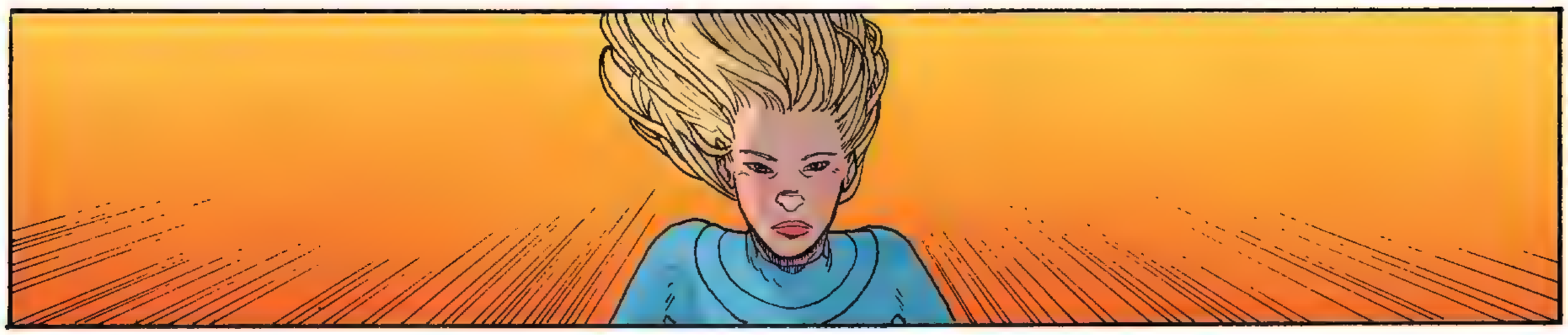

There's got to be another way.
Our Sue said the *same thing.*

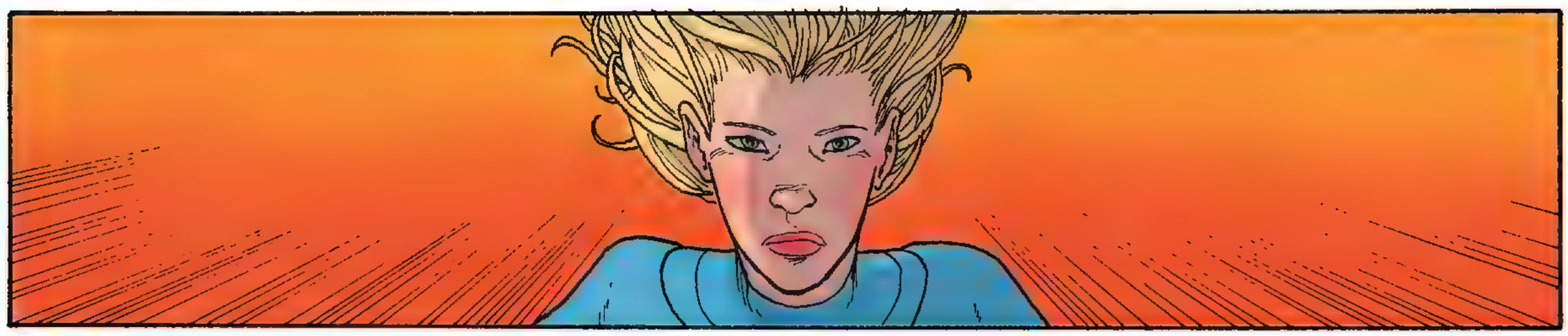


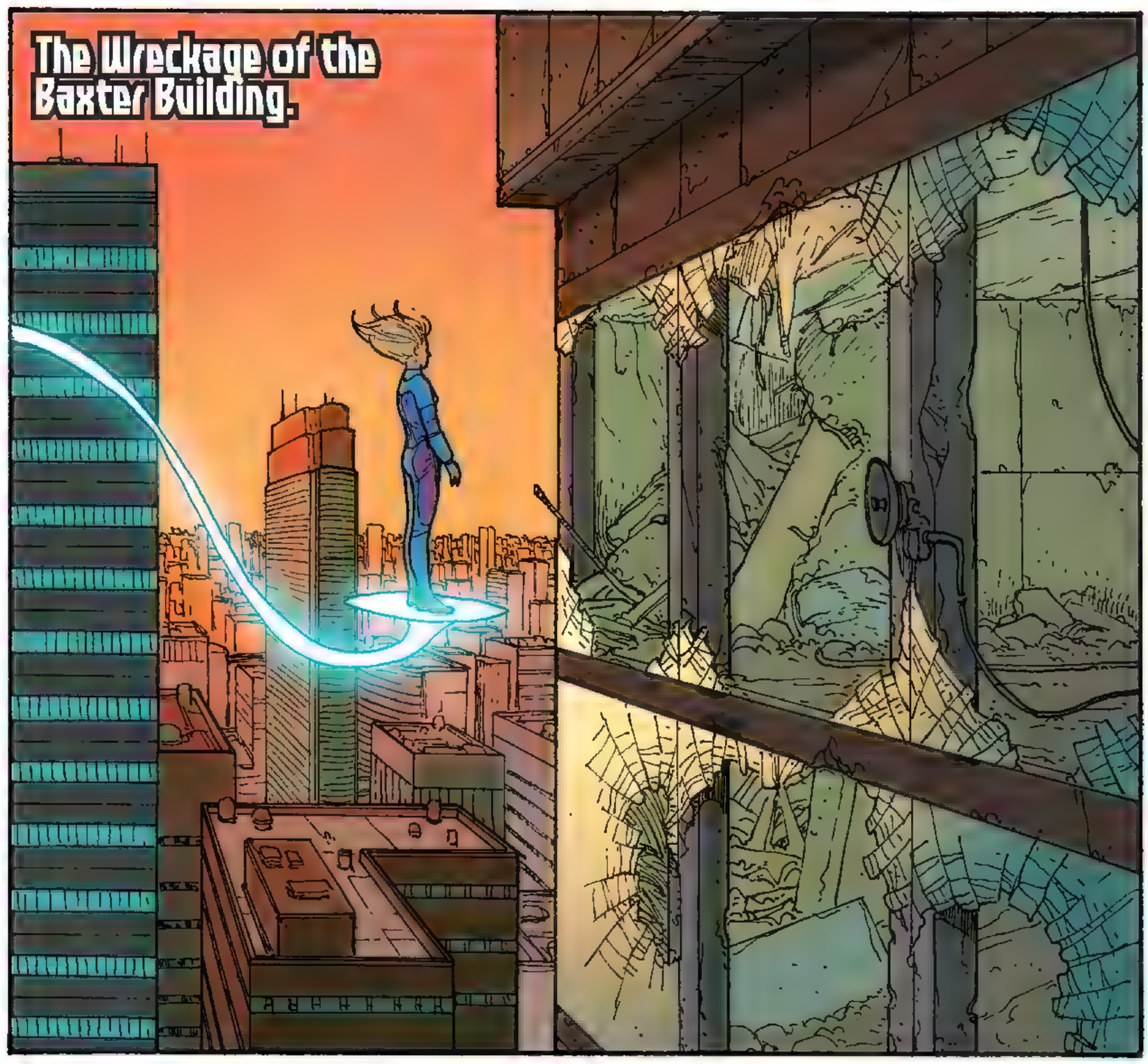

BIMP

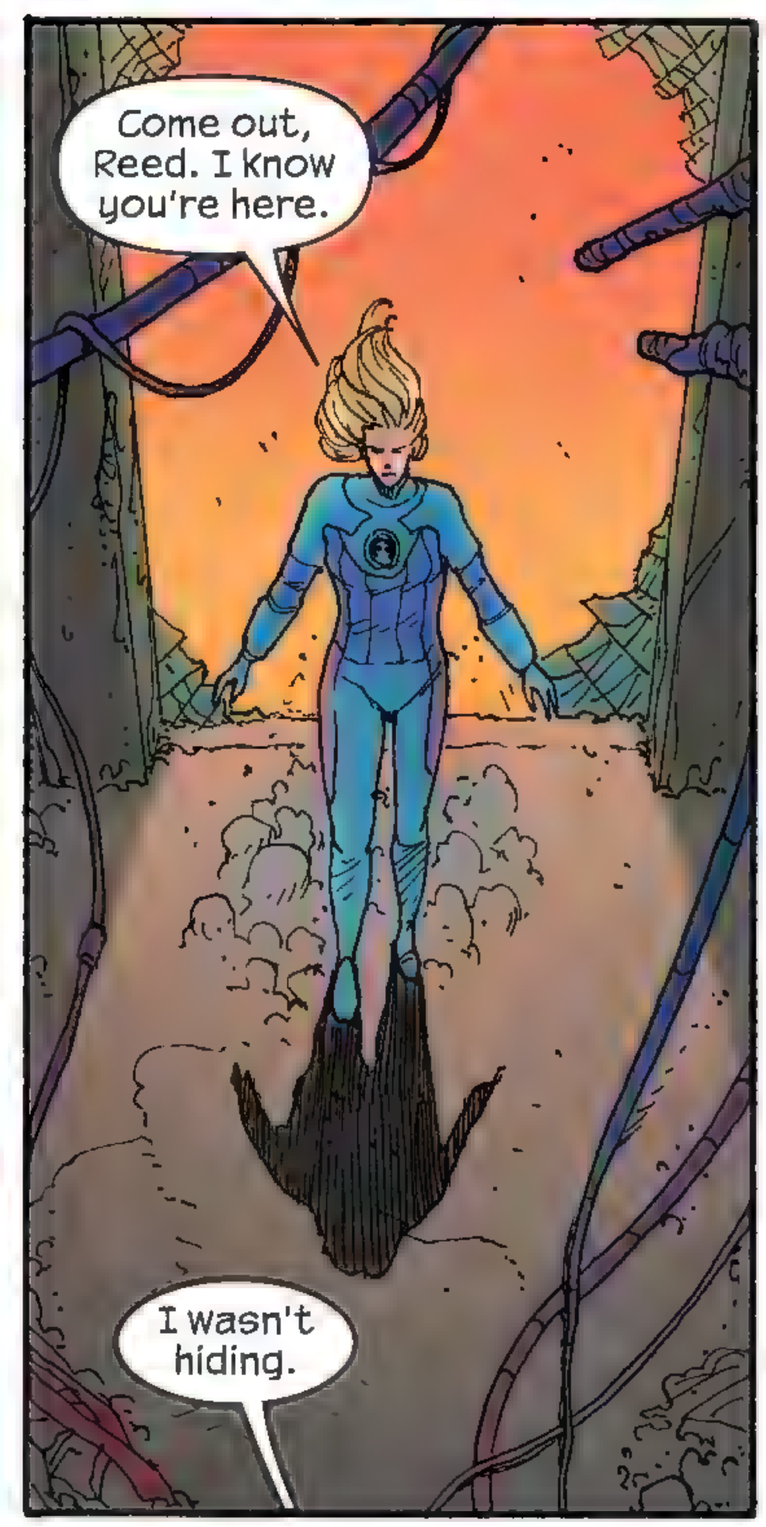


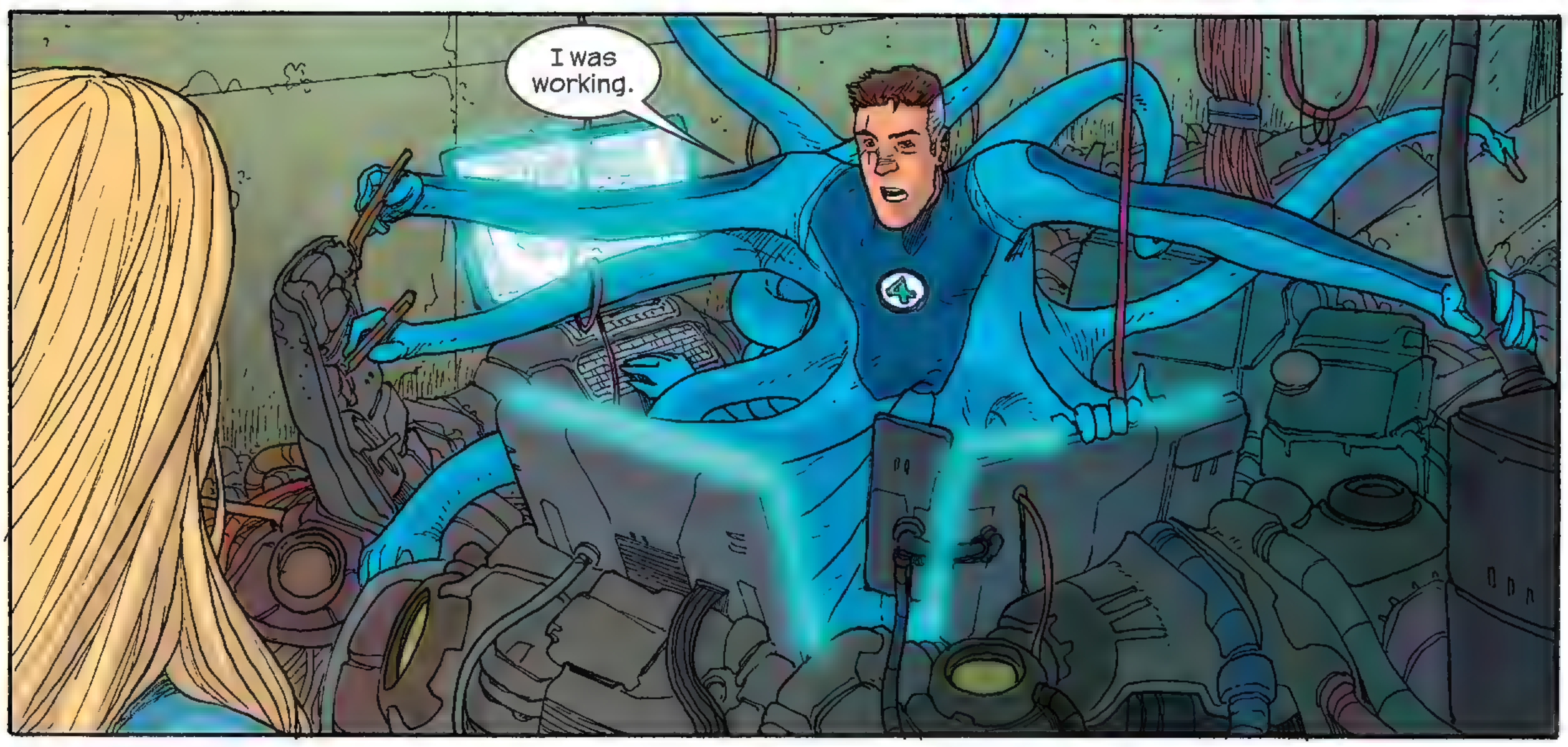






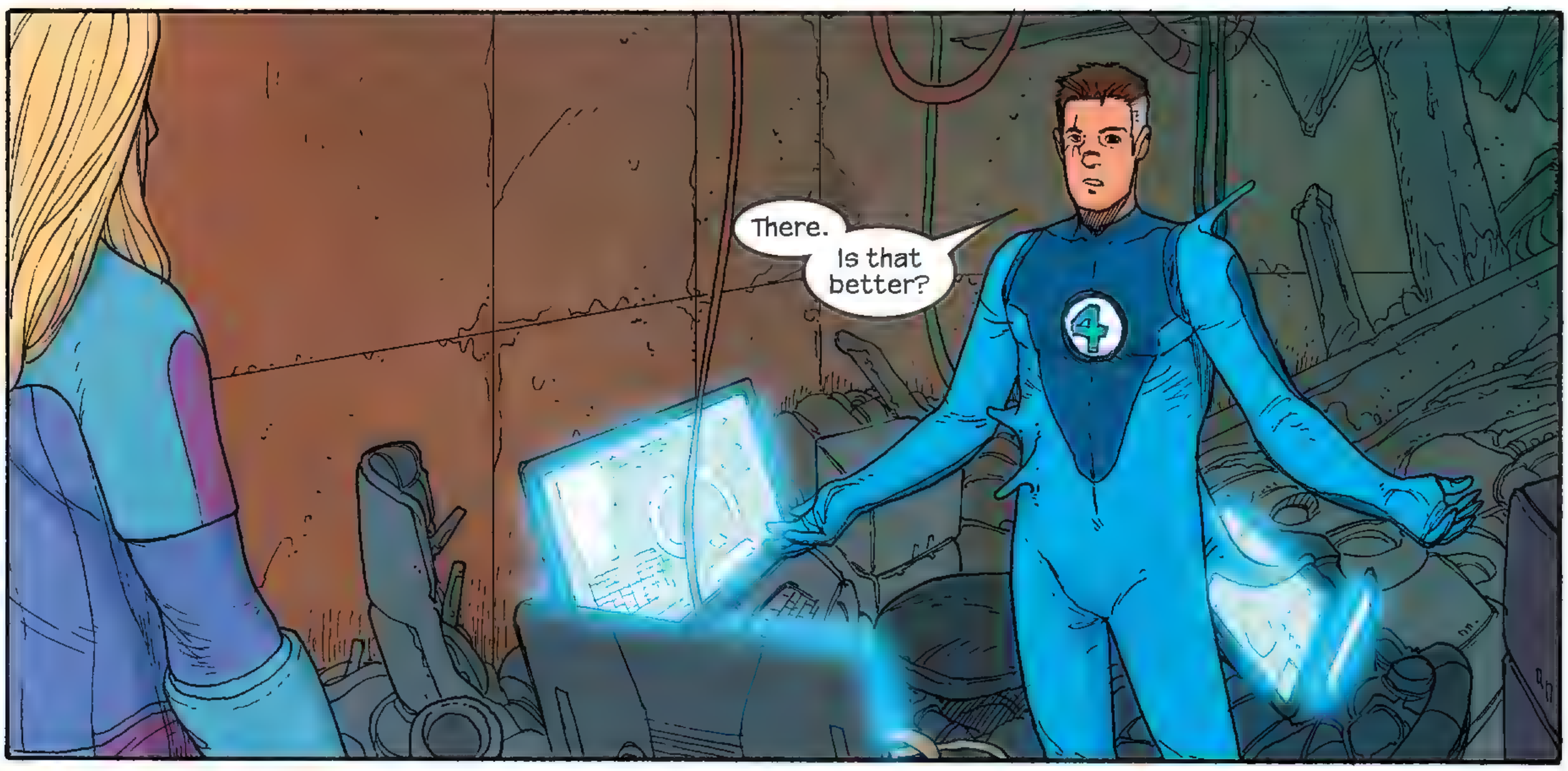

The Wreckage of the Baxter Building.


Come out, Reed. I know you're here.
I wasn't hiding.


I was working.

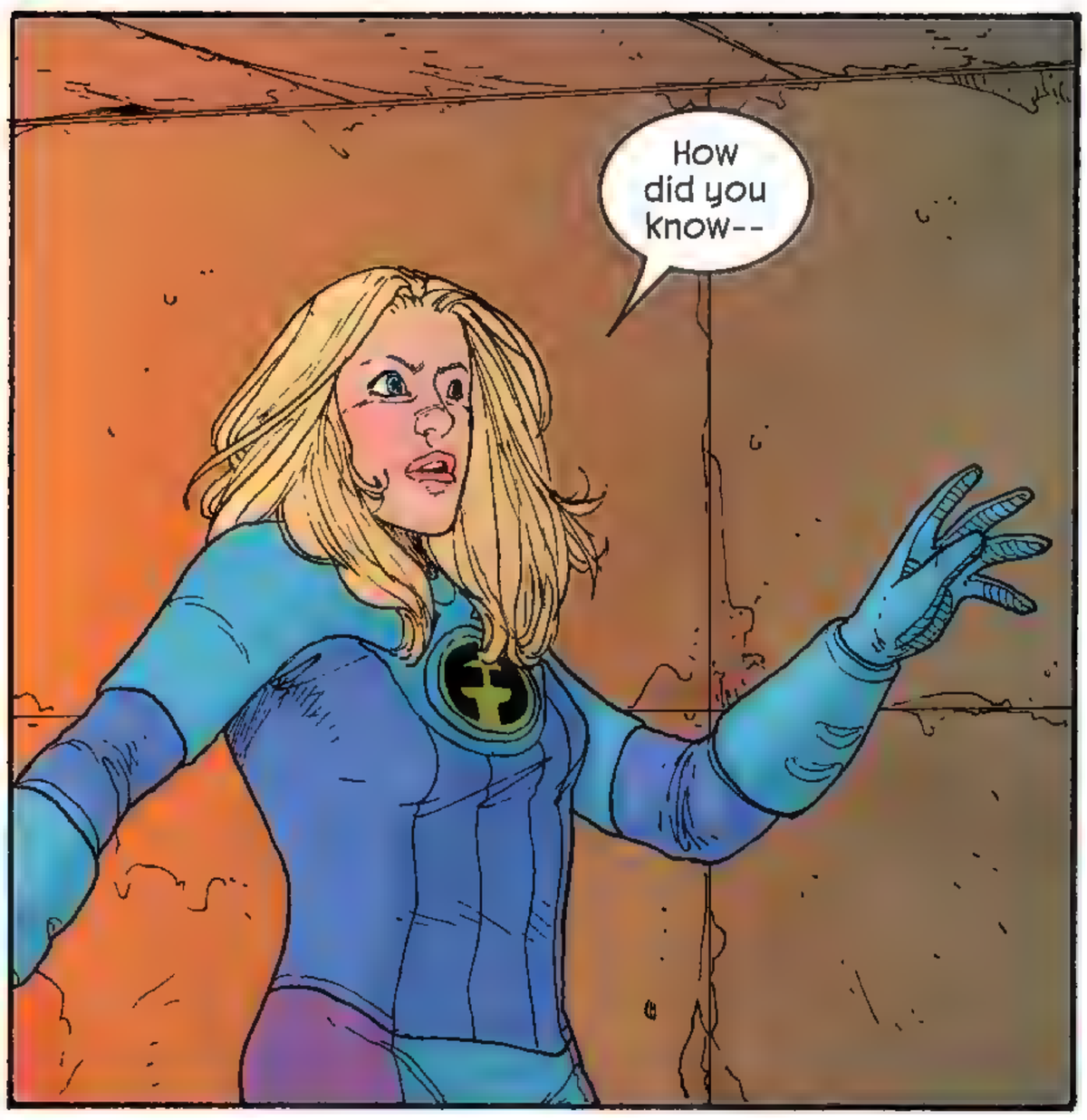
Can you please look normal?
Please.

I'm sorry, I...
I've been alone. This is more practical.


There.
Is that better?

Yes.
I need to know something. When you crossed over to that other universe, Galactus' home universe--

It was wonderful, Sue. We were incredible.
And we were happy.
So were our kids.

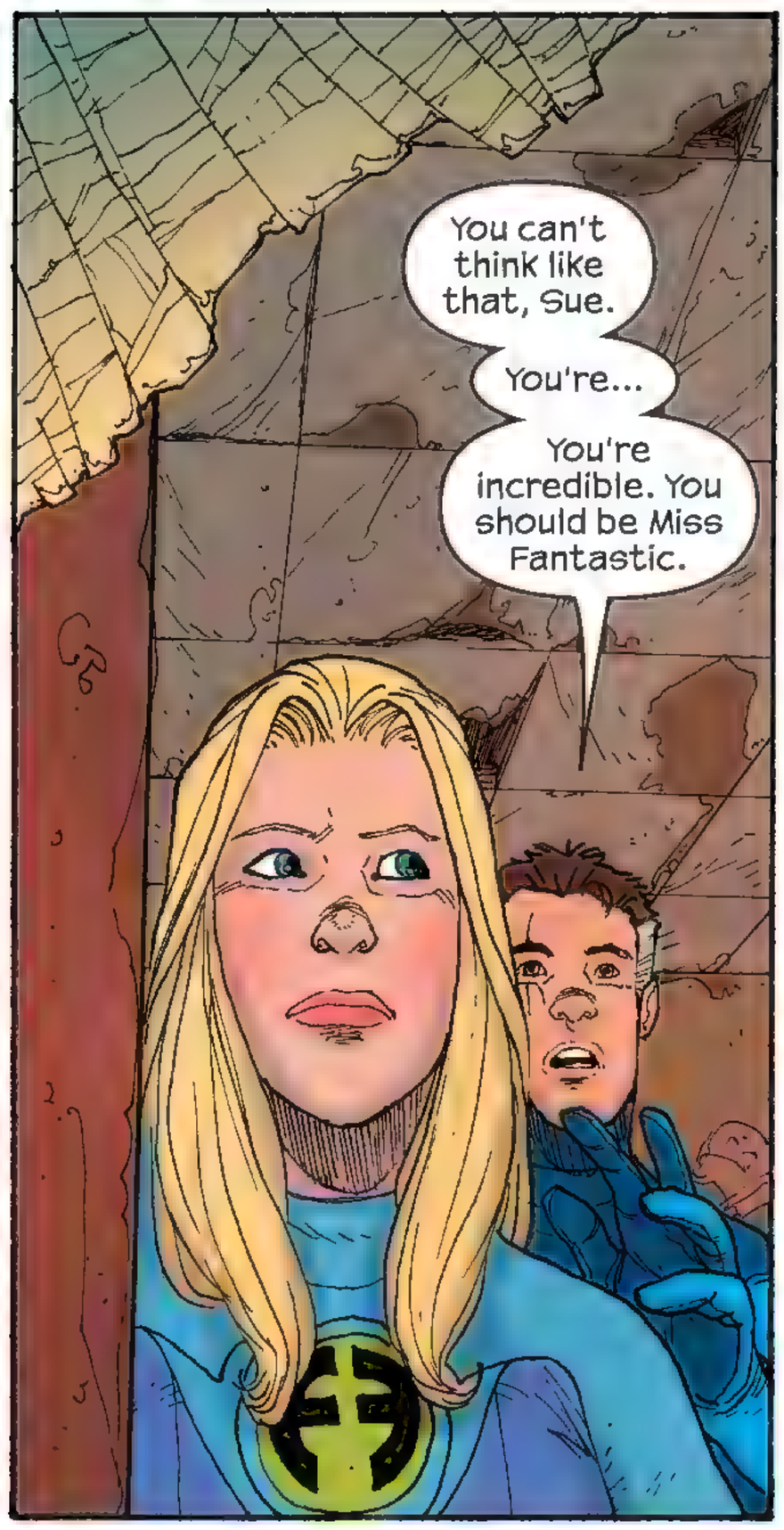

How did you know--

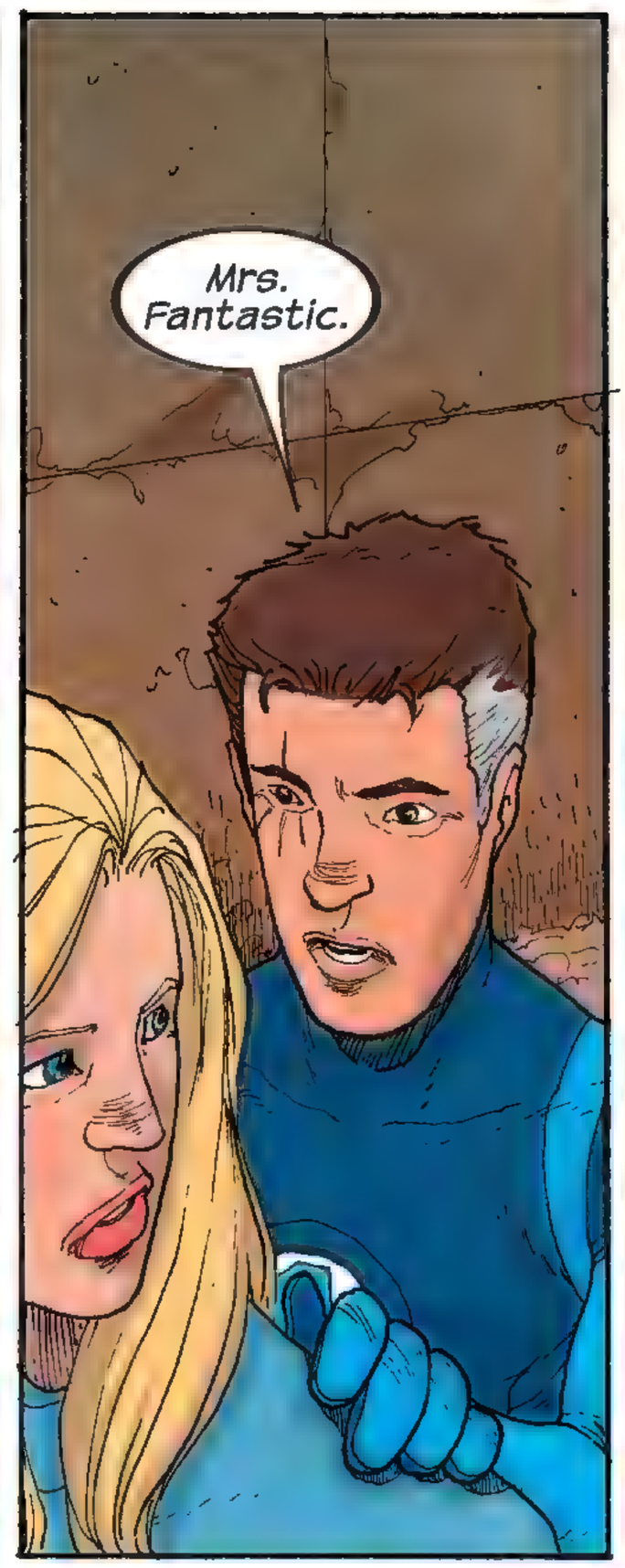
I know because it's all I've thought about since.
The mistakes we made, the path I walked in order to be with you...
How wrong I was.

Back off, Reed.
Sue, please, I won't hurt you.
I couldn't if I tried.

We *aren't* those people, Reed.
We look like them, and we talk like them--
But they aren't us. Not really.

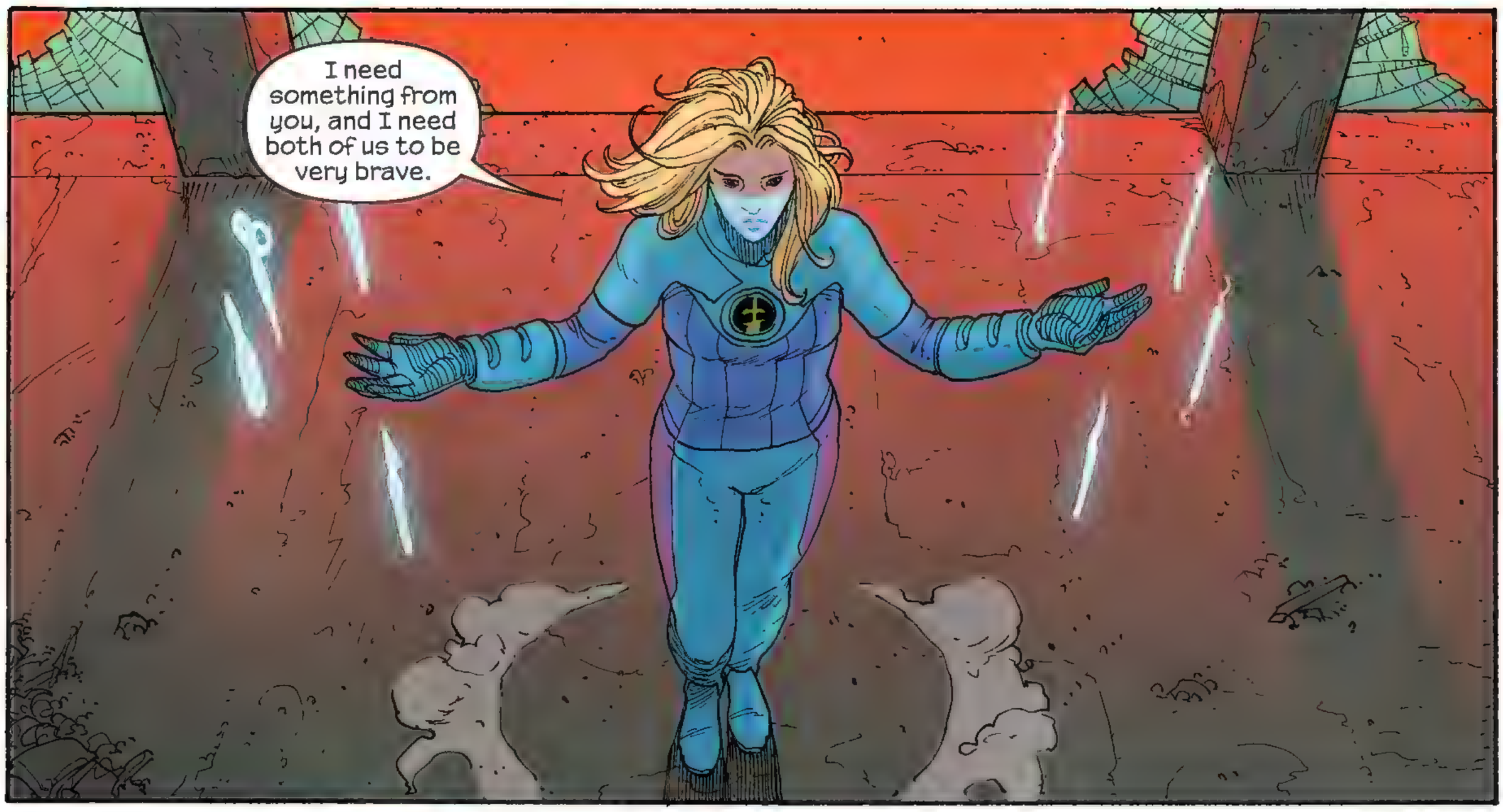
I wish they were, because they could handle this.


You can't think like that, Sue.
You're...
You're incredible. You should be Miss Fantastic.

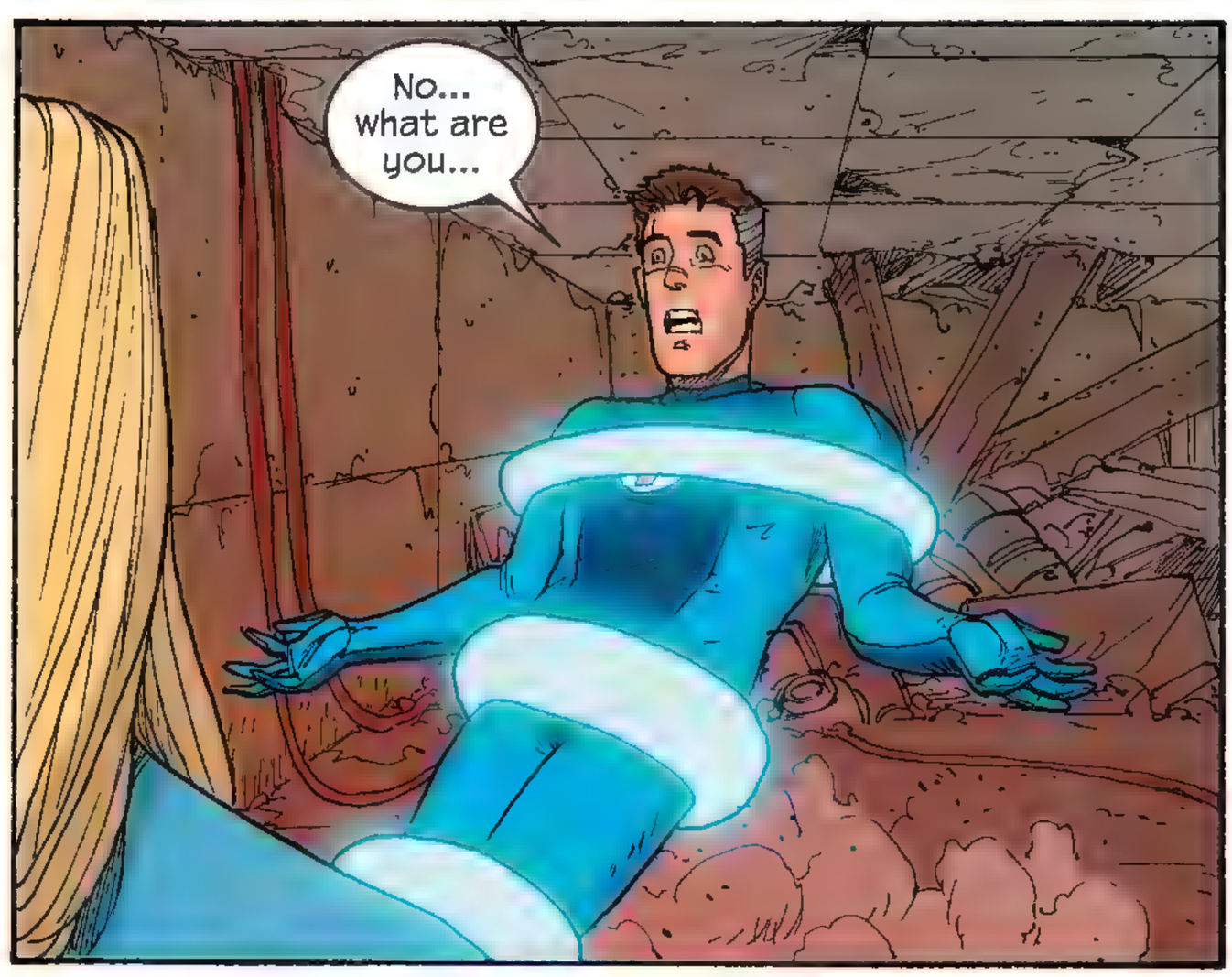

Mrs. Fantastic.

I'm sorry, Reed.
No, Sue, I... I'm sorry. The things I did. That you could even look at me--
No.

I'm sorry for this.
Sue... what are you doing...?
Surgery.


I need something from you, and I need both of us to be very brave.

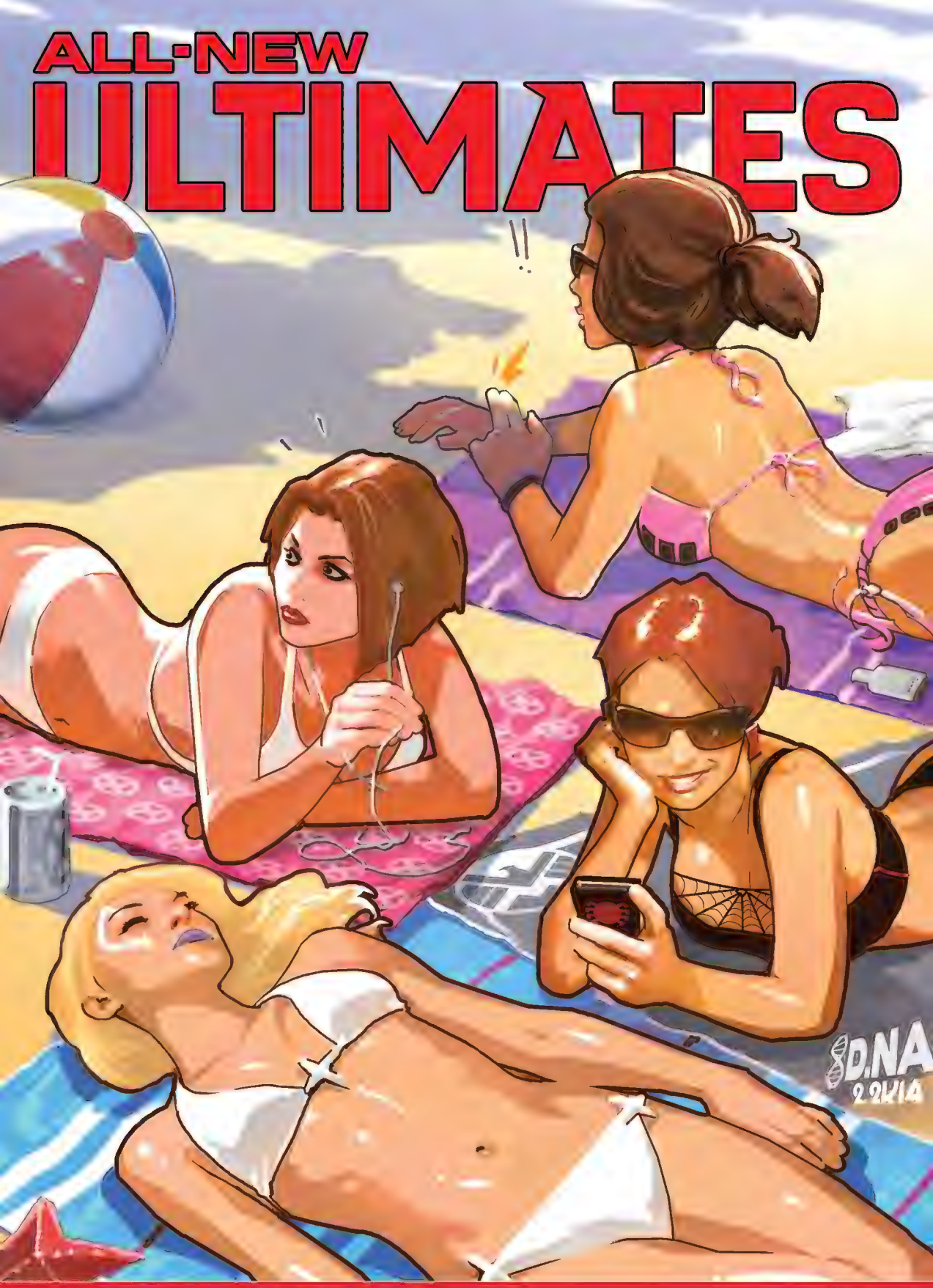
We are going to do something terrible, but we're going to save the world.


No... what are you...

I wish there was another way. I'm going to block your pain receptors, and I can put you to sleep if you want. But I have no choice here.
I have to do this, Reed.
Please!
Stop!

To Be Continued.

ALL-NEW ULTIMATES



ULTIMATE MARVEL NOW!

FIFFE
PINNA
WOODARD

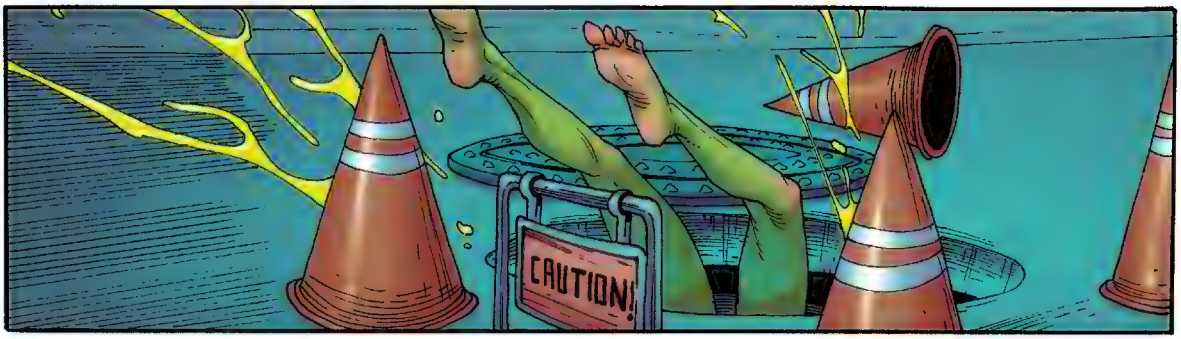
004

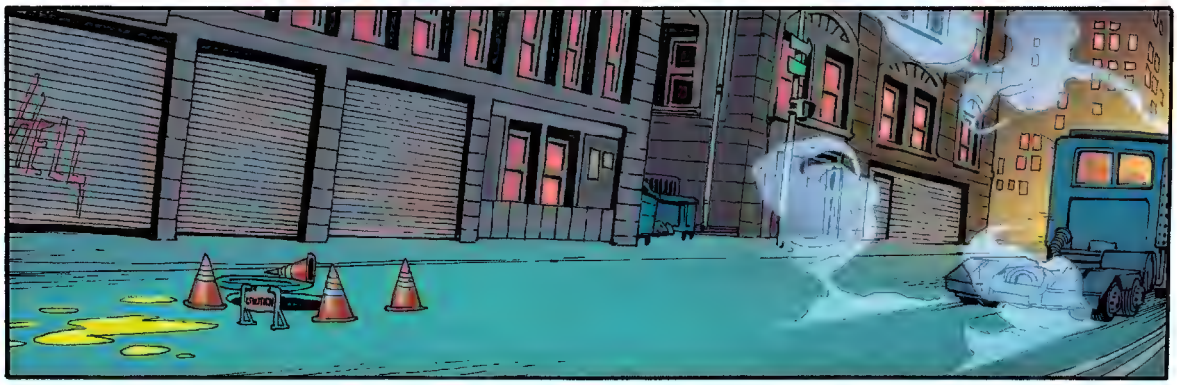
OFF THE WEST SIDE HIGHWAY.

Detective Terry Schreck. Killed in the line of duty.

HNNNK HNNNK
Formerly dead.

KR-THWUMP


CAUTION!



CONEY ISLAND ARCADE.
No fair! You cheated!
Since when is being *awesome* cheating, Lana?
Bombshell/ Lana Baumgartner
KLAK
Missed one! Tandy, you're gonna--
I got it, Jess! I got it!
Kitty Pryde
Black Widow/ Jessica Drew
Dagger/ Tandy Bowen
TIME
2P ACTION!

Excuse me, you're Kitty Pryde, right?
Lemme get an autograph?
Oh, I'm so sorry, but I'm not actually Kitty Pryde! I've been getting a lot of that lately.

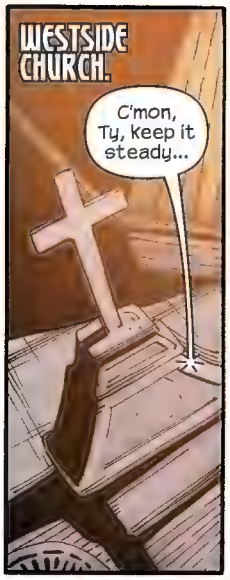
Here, want a turn?
No, thanks.
She don't even look like Kitty Pryde.

Let's get out of here before I'm swamped by my adoring fans.
They were kinda right, though, you look nothing like the world's greatest heroine.
Okay, just one. More.
Gah! I missed!
CLK CLK CLK

You guys suck.
But your road rage is awesome.

I said those weren't my drugs, man! This is harassment!
Ah, surely one of Coney Island's finest moments and we're not even gonna stop to appreciate it.
I feel guilty taking a day off like this. It's like we should be on the hunt for Scourge or some gangs or...
We've all tried what we can do during the week. It won't hurt to take a step back, relax, work on your tan.
I don't tan.
Then work on your personality.
Gonna work on your face, Baumgartner.
Hey, can you guys spot me some cash? I just wanna get us waters.
Hold on, let me see what I--
KRAK
Aghk!
You're not gonna get me to run in flip flops, chump.
Pretty sneaky move there, Tandy. Risky, too.
What was that about a day off?
Wow, your extra power must be wish fulfillment.
I wish I had Iceman's power right about now.

Mami chula!
'Scuse me, but are you like, models 'n' stuff? I got a camera back at my place and I thought--
Are you kidding? That's your angle? Get in the back of the line, son.
Damn, chulas!
Blancita, let's talk later.
Doubt it! Come back when you got game.
Your back's healing nicely.
Wish I could say the same about my jacket.
I told you, I can sew it up for you.
Nah...
God, there are creeps everywhere. They're not even that cute.
Wonder how the boys are holding out in this weather. They should've--
Oh, my God, is that a syringe?


WESTSIDE CHURCH.
C'mon, Ty, keep it steady...

Cloak
You got it...

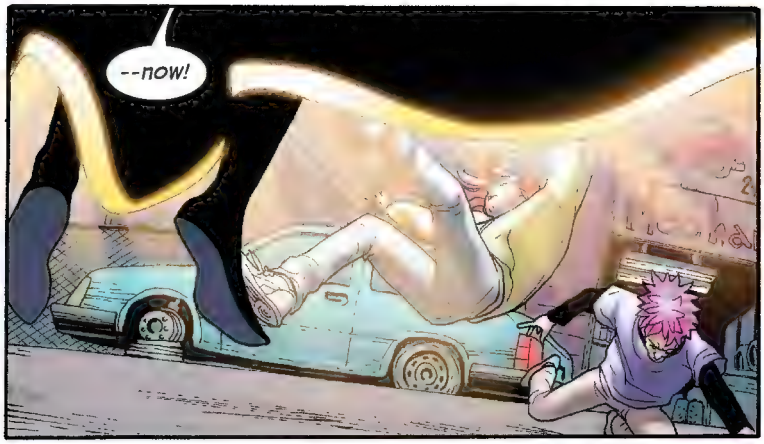
Keep it--
Huh?
CREAK

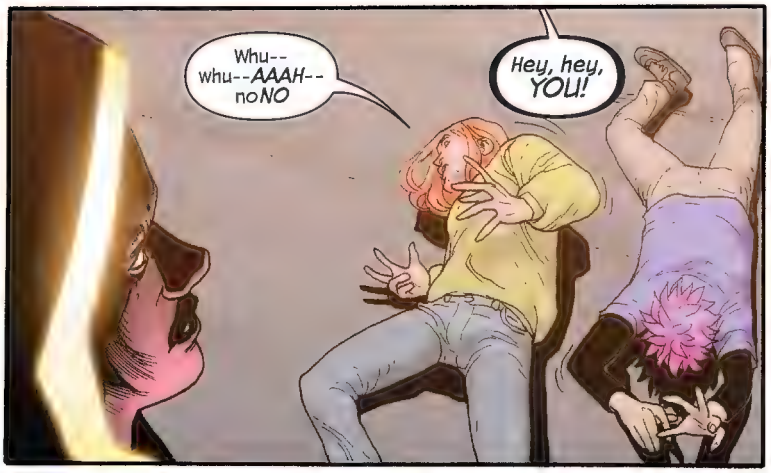
See? Toldja this was open.

Oh, man... I think I used to come here as a kid.
Bart, you sure this place is good to go?
It's either this or Toby's, and I can't stand his flute, man. Plus, have you been there lately? More and more shady characters are--

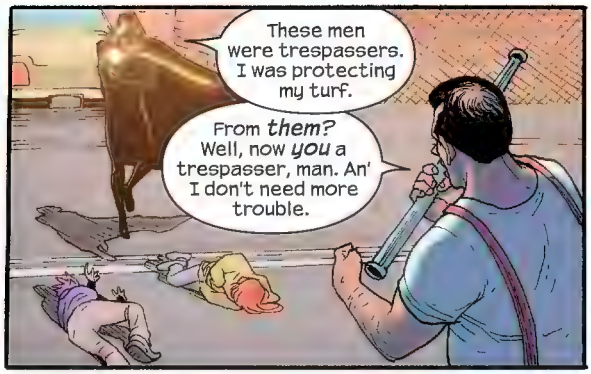
--popping up--

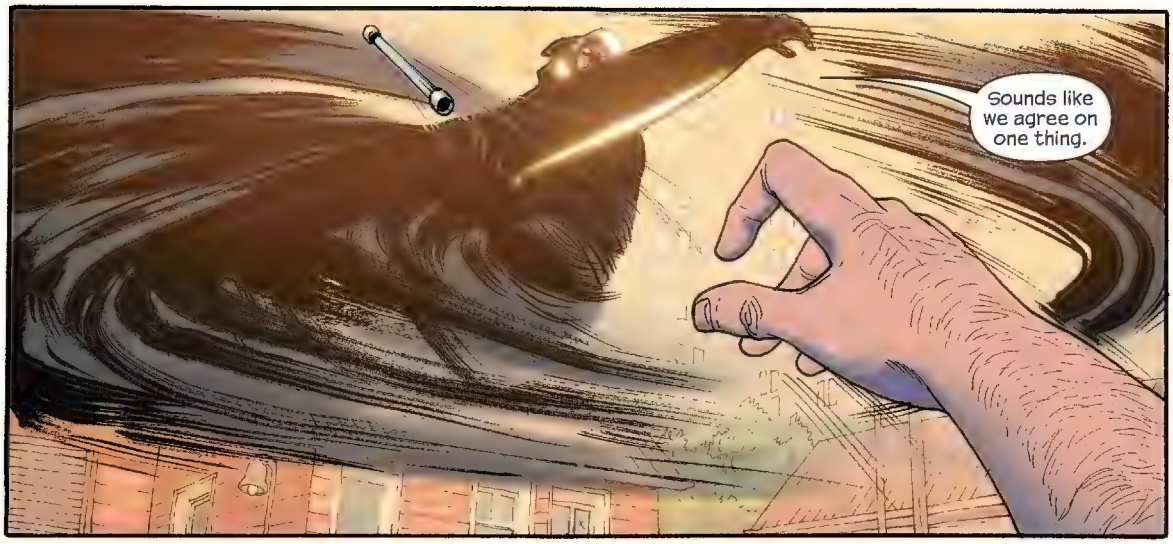
Get off my property, junkies--


--now!


Whu-- whu--AAAH-- noNO
Hey, hey, YOU!

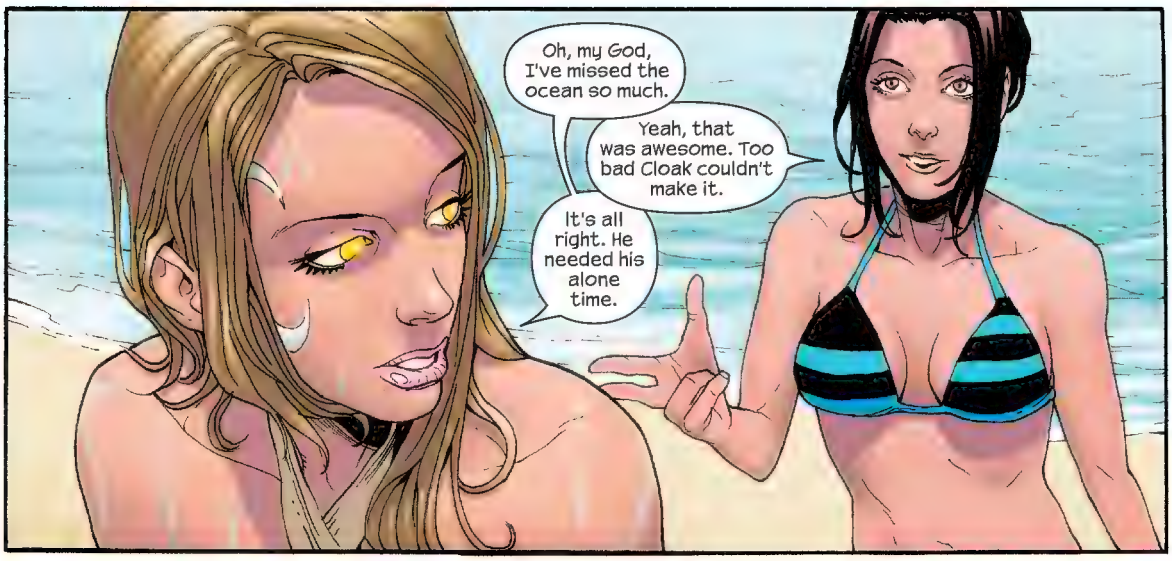
Whas going on here? You hurt dese guys? Why you super-punks always gotta mess wid' us regular people, man?

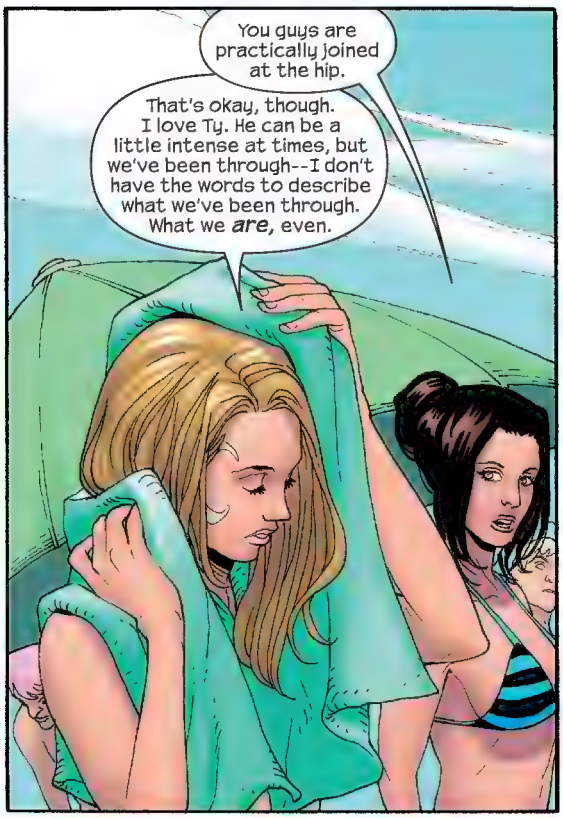

These men were trespassers. I was protecting my turf.
From them? Well, now you a trespasser, man. An' I don't need more trouble.


Sounds like we agree on one thing.

Spider-Man/ Miles Morales and his pal, Ganke
We're going to be late, Miles. I know it.
I can take you to the G train and see who gets there first.
Ugh, I think it's time for the re-up.
You called it. I thought we'd have to refill your web-shooters after the movie.
Hey, Ganke, you think kissing someone else is cheating?
As in *not* Katie? Oh, man, who'd you kiss?
No one.
Tell me!
Ganke, don't... she was a stranger.
S'like I don't even know you.
It was in passing, during a fight actually.
You were *fighting* her?
She's a villain--oh, God, "villain"?
She's maybe a little older. She's just a--she's in that Skulls gang we tried busting up. So yeah, we sort of got into a scuffle.
The one that kicked your butt, right, right. I remember you telling me. Why is that kinda hot?

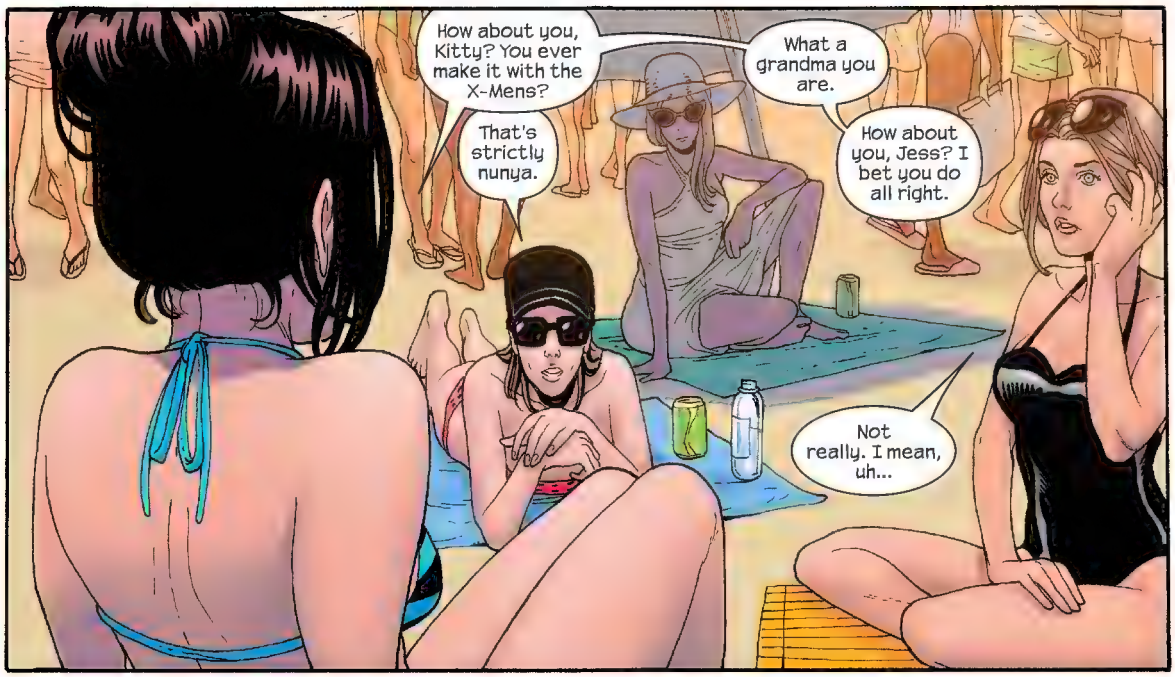
It's nothing major at all. It was like a peck.
Over or under the mask? And why haven't you told me this detail until now?
Because I kinda can't stop thinking about it. Is that creepy?
Nah... maybe just a little.
I knew it. It's creepy and wrong.
As long as you didn't cross the line or anything.
Ease up on the webbing.
I know what you're thinking. Do *not* tell Katie. What, you want to make *her* feel bad, too? If you feel guilty, that's on *you*, Miles.
And what's with you wanting to tell Katie everything? Was your secret identity not enough?
What about trust, then? Or worse-- what if this just means I'm not into her as much? It's the beginning of the end.
I love her, I really do. This other kiss, though...
It'll pass. It's just dumb.
If it's so dumb, why are you so worried about it?
C'mon, we might catch the previews if we split right this second.
Hey, you'll let me know as soon as Dagger breaks up with Cloak, won't you?
I'm gonna drop you.
Then who's going to give you love advice?

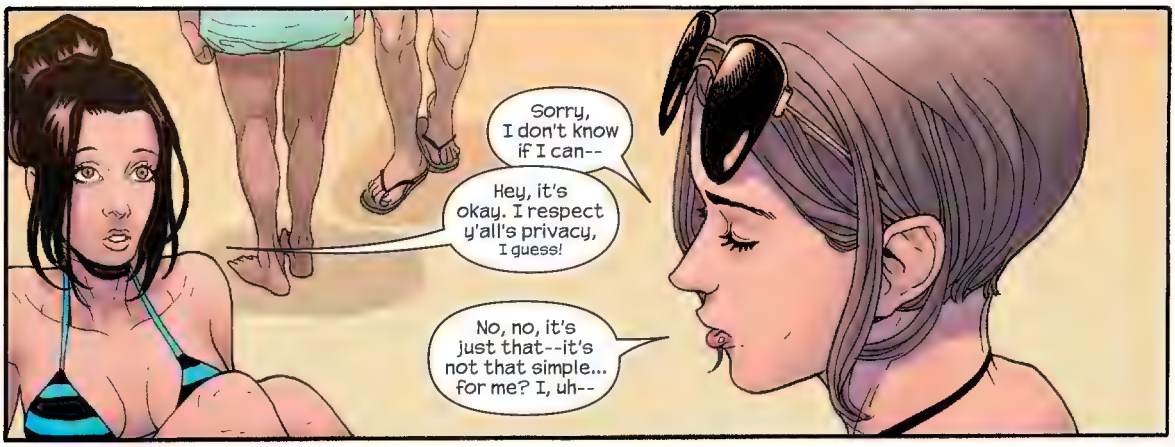

Oh, my God, I've missed the ocean so much.
Yeah, that was awesome. Too bad Cloak couldn't make it.
It's all right. He needed his alone time.

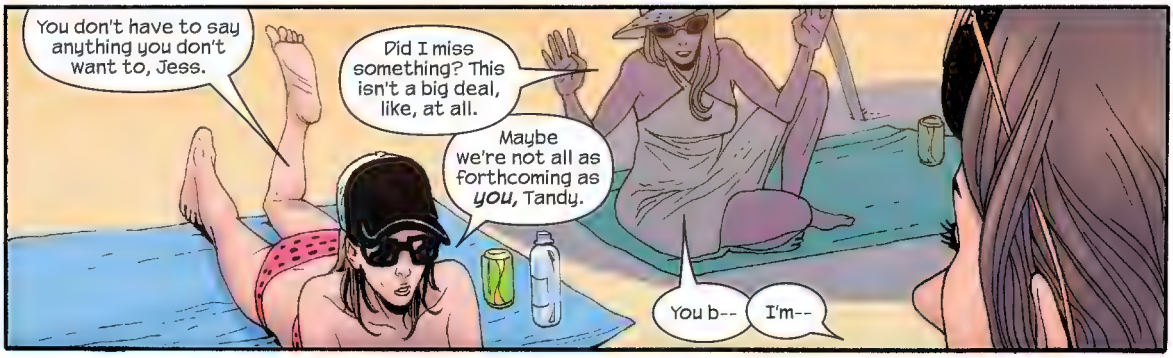

You guys are practically joined at the hip.
That's okay, though. I love Ty. He can be a little intense at times, but we've been through--I don't have the words to describe what we've been through. What we *are,* even.

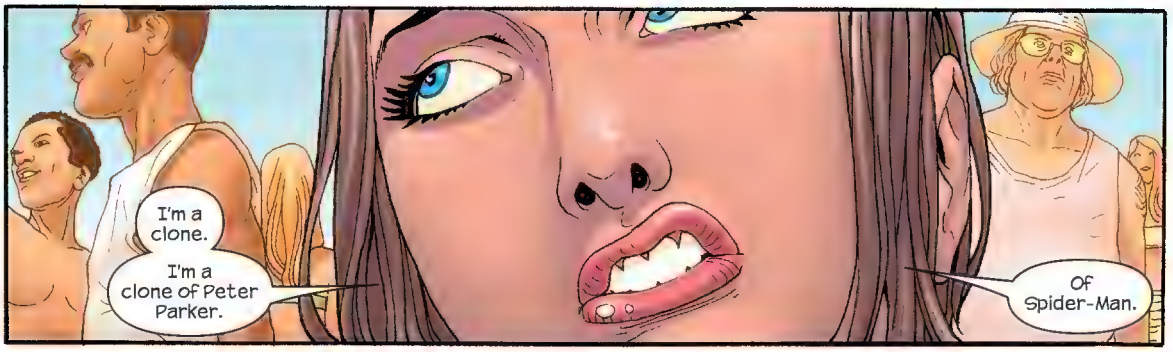
Would you mind passing me a water, Lana?
So, do you and Ty, like--
Like what?
Y'know...

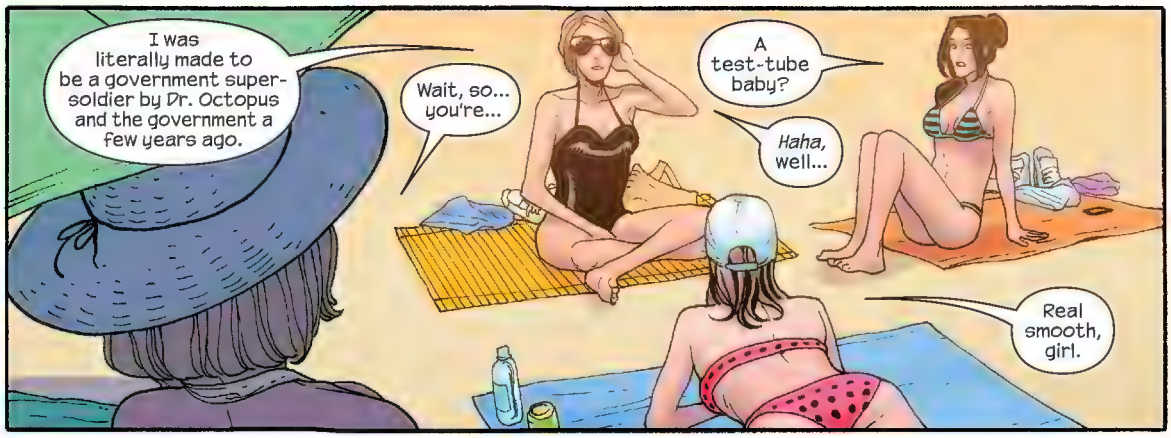
I wouldn't know.
At least not without powers.
Whuuuut.
You guys...


How about you, Kitty? You ever make it with the X-Mens?
That's strictly nunya.
What a grandma you are.
How about you, Jess? I bet you do all right.
Not really. I mean, uh...


Sorry, I don't know if I can--
Hey, it's okay. I respect y'all's privacy, I guess!
No, no, it's just that--it's not that simple... for me? I, uh--

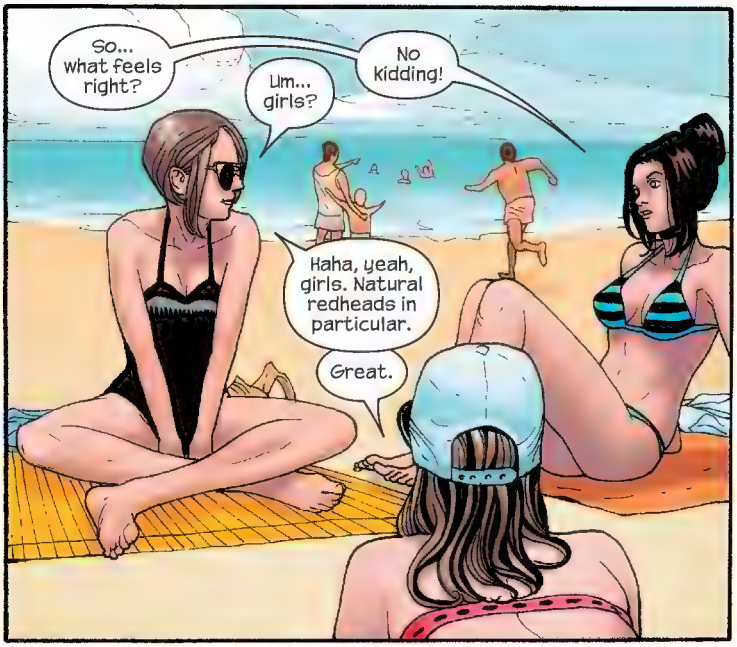

You don't have to say anything you don't want to, Jess.
Did I miss something? This isn't a big deal, like, at all.
Maybe we're not all as forthcoming as *you*, Tandy.
You b--
I'm--


I'm a clone.
I'm a clone of Peter Parker.
Of Spider-Man.

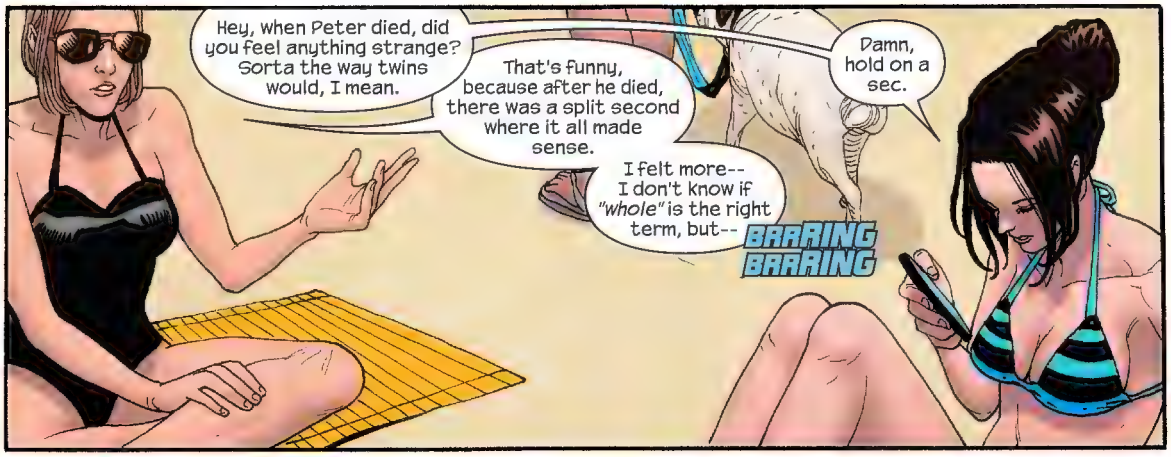

I was literally made to be a government super-soldier by Dr. Octopus and the government a few years ago.
Wait, so... you're...
A test-tube baby?
Haha, well...
Real smooth, girl.

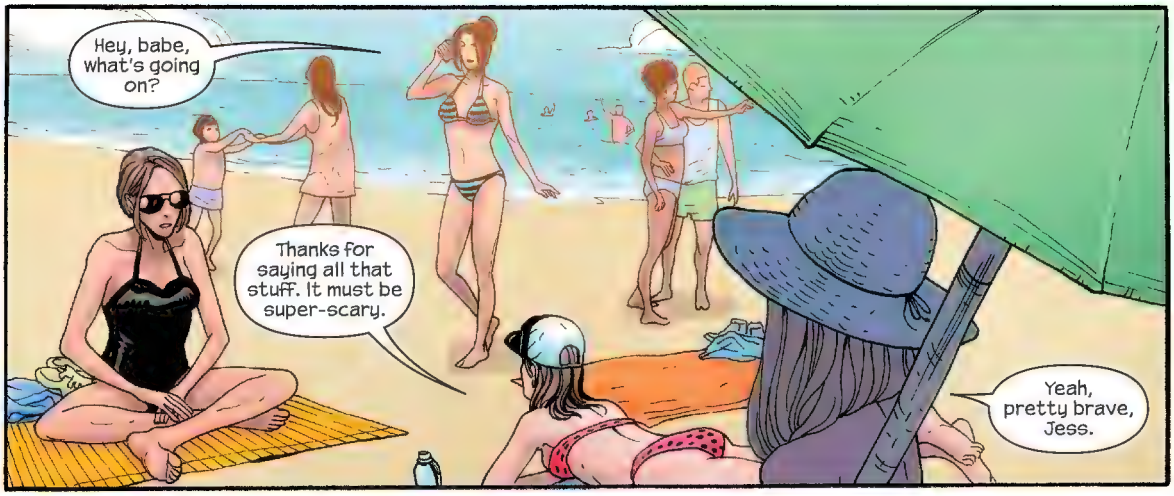
I mean, it's not a big deal, really. I should've let you guys know earlier but, I don't know. It's not that I was ashamed or anything... it's just weird.
Weird like how?
Well, look, I've been coming to grips with who I am for a while.
I mean...I've got somebody else's memories and feelings to wade through.
Am I *that* person or are these thoughts my own?
I can't complain! I've got these awesome powers, this physical ability, I get to...*be* here, *be* alive. So yeah, I get into weird territories of what defines the self.
What *is* the self, even, y'know? I know that sounds all New Age and dumb...
It's not *at all* dumb.

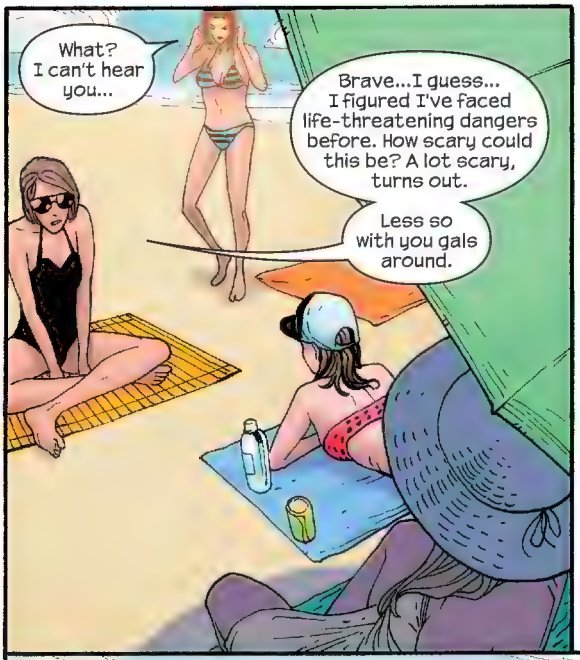
I have a girl's body, but the brain patterns of a guy...Peter...
But I can't help but feel like I'm developing my own feelings, my own ideas... they may have come from another source, but if these thoughts are unique to *me*, aren't they *mine* then?
I don't want to over-think it. I just want to go with what feels right.

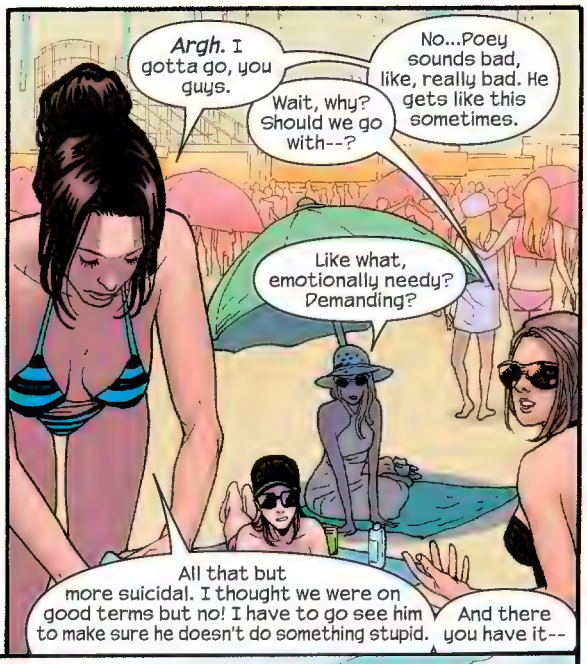

So... what feels right?
No kidding!
Um... girls?
Haha, yeah, girls. Natural redheads in particular.
Great.

I kinda have a thing for Jewish girls, too.


Hey, when Peter died, did you feel anything strange? Sorta the way twins would, I mean.
That's funny, because after he died, there was a split second where it all made sense.
Damn, hold on a sec.
I felt more-- I don't know if "whole" is the right term, but--
BARRING BARRING

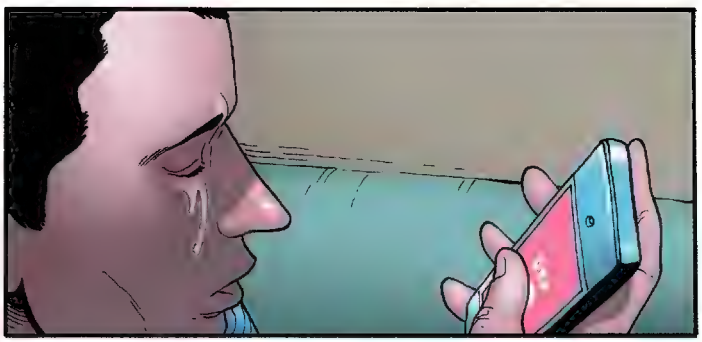

Hey, babe, what's going on?
Thanks for saying all that stuff. It must be super-scary.
Yeah, pretty brave, Jess.


What? I can't hear you...
Brave...I guess... I figured I've faced life-threatening dangers before. How scary could this be? A lot scary, turns out.
Less so with you gals around.

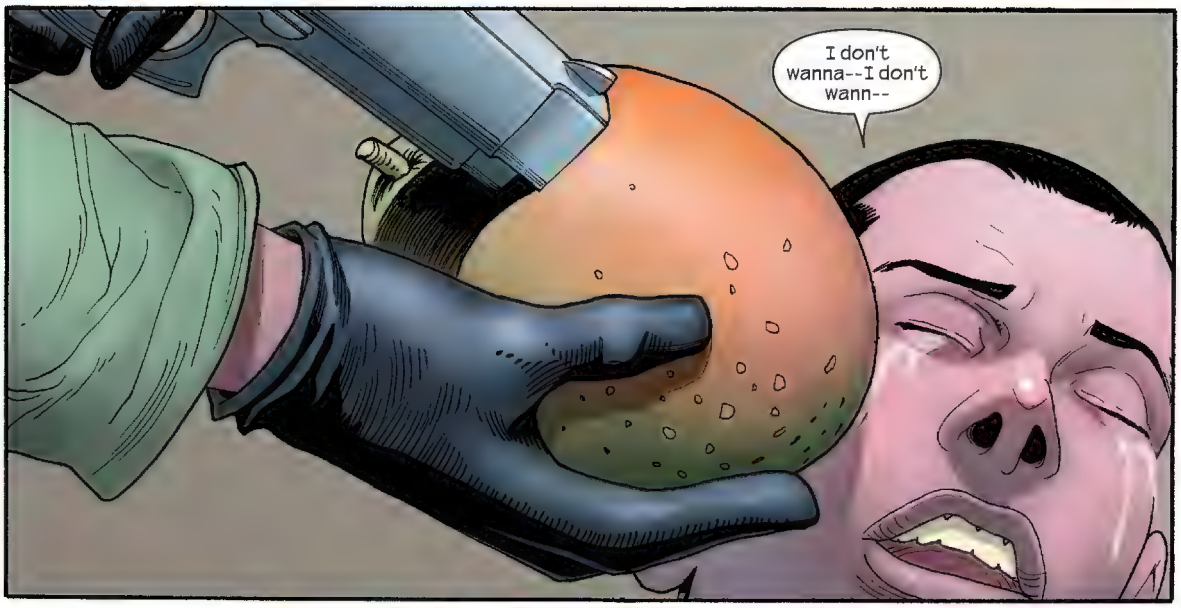

Argh. I gotta go, you guys.
Wait, why? Should we go with--?
No...Poey sounds bad, like, really bad. He gets like this sometimes.
Like what, emotionally needy? Demanding?
All that but more suicidal. I thought we were on good terms but no! I have to go see him to make sure he doesn't do something stupid.
And there you have it--

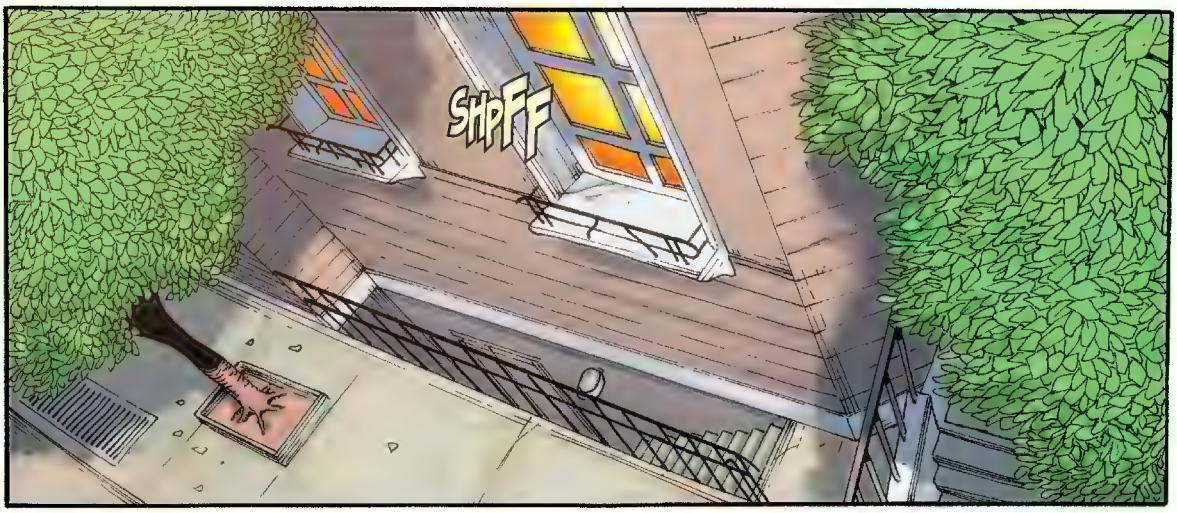
"--my love life in a nutshell."

G-Goodbye, Lana.



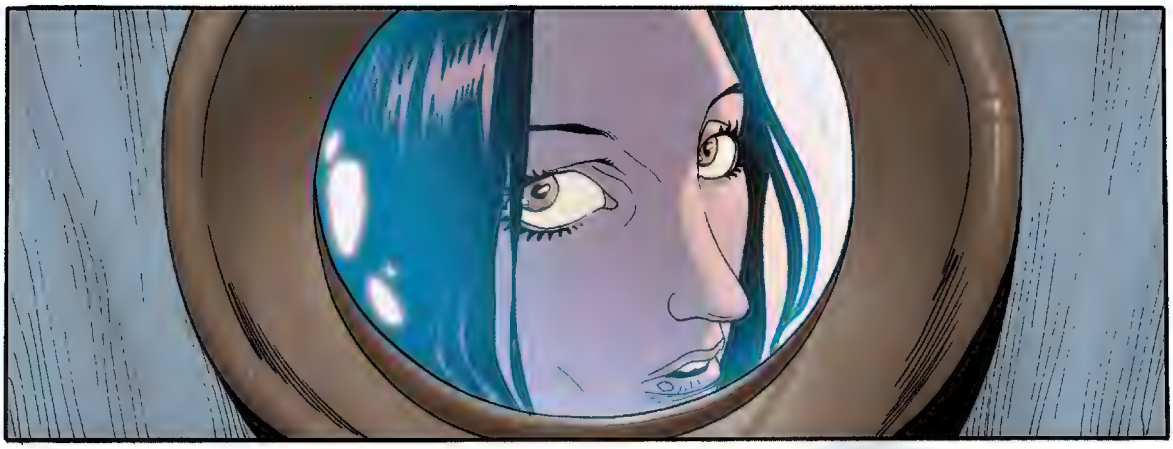
Don't do it, please, don't do it, don't--


I don't wanna--I don't wann--


SHPFF

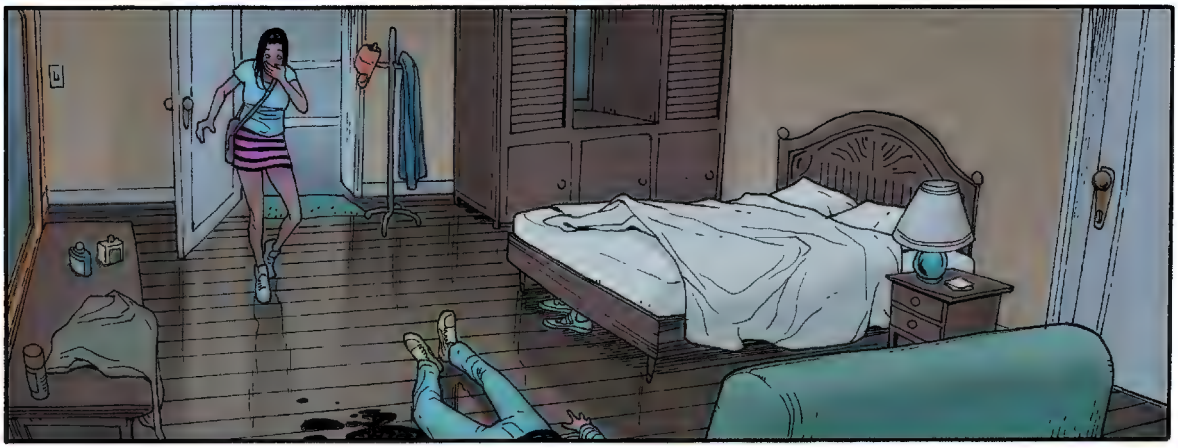
SIDEWINDER vs. THE ZODIACS, LOWER EAST SIDE.
ANACONDA vs. THE WOLFPACK, THE BRONX.
New York
PAPER

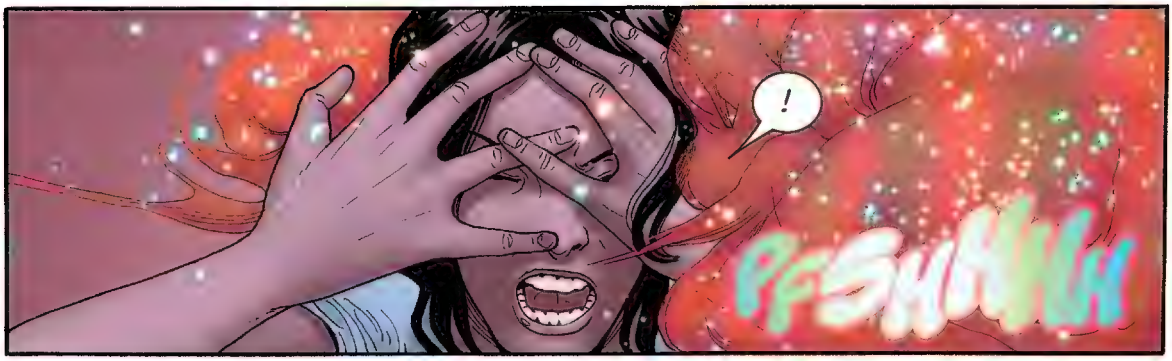
BLACK RACER vs. SUPREME SOVIETS, MEATPACKING DISTRICT.
DEATH ADDER vs. NASTY BOYS, HARLEM.



Poey?

Hey, Poey!
Helloooo?



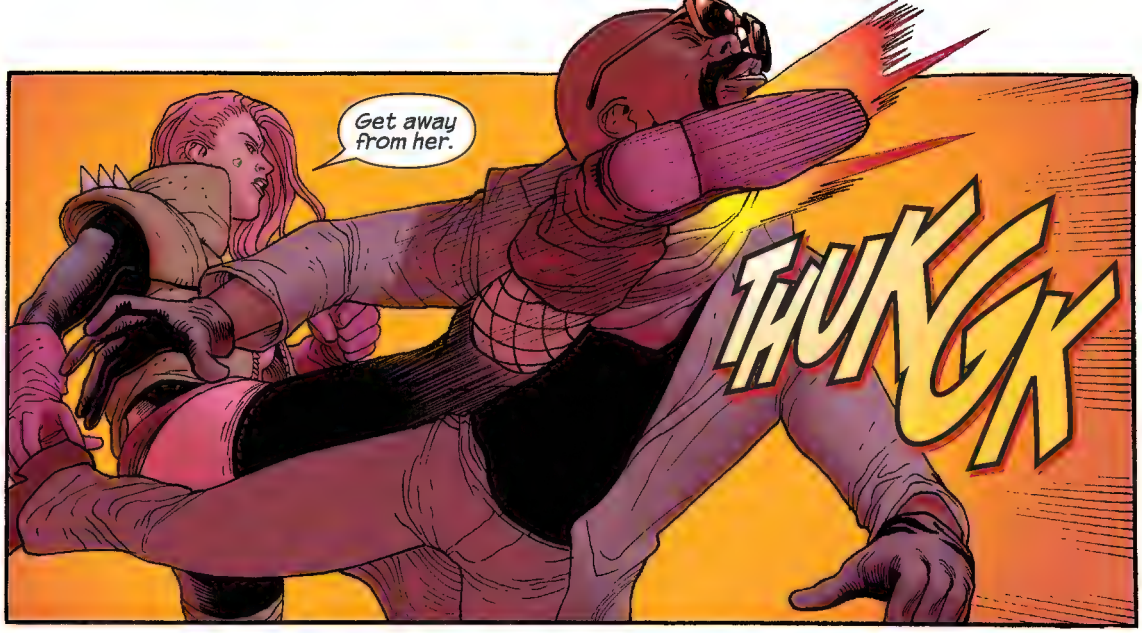

!
PFSHHHH

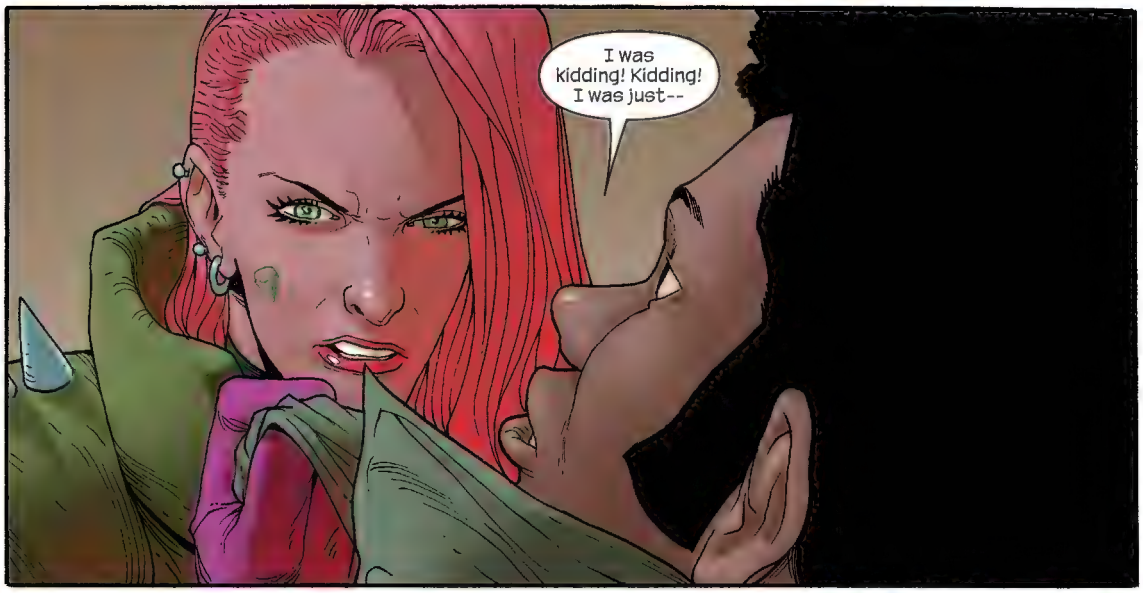
Yup, that looks like her. She was with *this* punk...
Hey, hey, have a little respect for the dead. I'm sure he meant a great deal to her.
Hey, Diamondback, should I go out and get us another mango? We're out.
Why's it gotta be fruit? We can use a pillow to silence the gun.
We're not shooting her. But we will make her pay for costing us a good chunk of money when she blew up our deal.
Let's see how good this frozen slave stuff works.
Devil's dust, it works.

And don't think it. Lead her out of here...
...gently.
Don't know the meaning of the word.

She shore does smell purity.
You make the worst hillbilly.
Let's go have us some fun.

You guys can stay and watch if you wanna.


Get away from her.
THUKGK


I was kidding! Kidding! I was just--

KRATKH

I wish I could say it's because you ignored a direct order...
...but if you even *threaten* to misbehave like that ever again, I will literally make you choke on your own--
I think they get it.
So what now?
For the rest of the night, she'll be helpless, won't be able to move unless I say so.
She'll be our little puppet.
We'll get her to lead us to wherever that youth brigade of hers hangs out. Then we'll take good care of *them*.
As soon as they roll in, boom. They're done.
Now c'mon, let's hustle. The effect lasts only a few hours.
And baby has a lot of showing us around to do.
NEXT: HIS COLD, HANDSOME SKULL

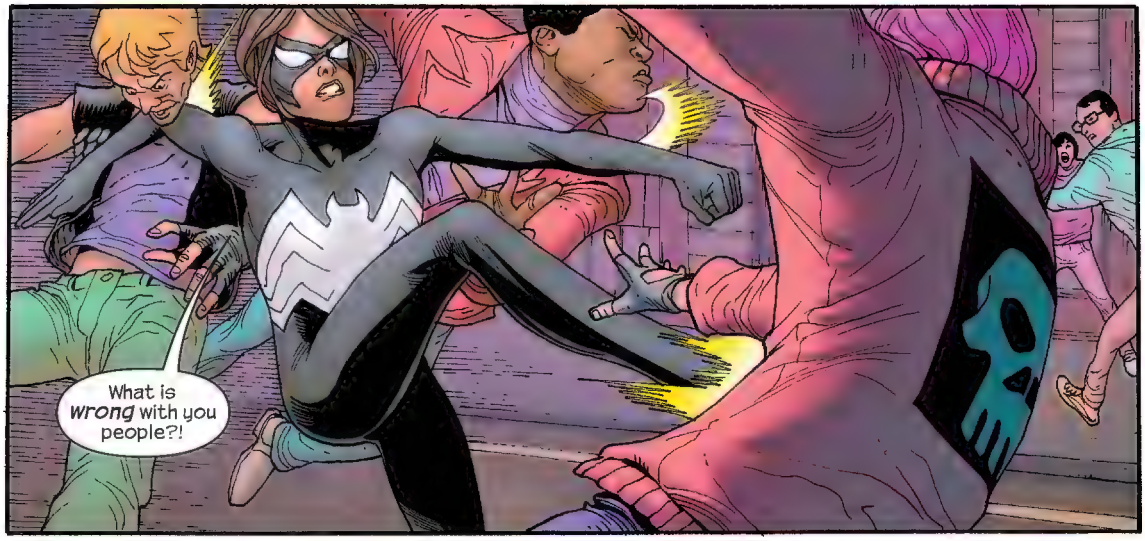
ALL-NEW ULTIMATES®

ULTIMATE MARVEL NOW!

FIFFE
PINNA
WOODARD

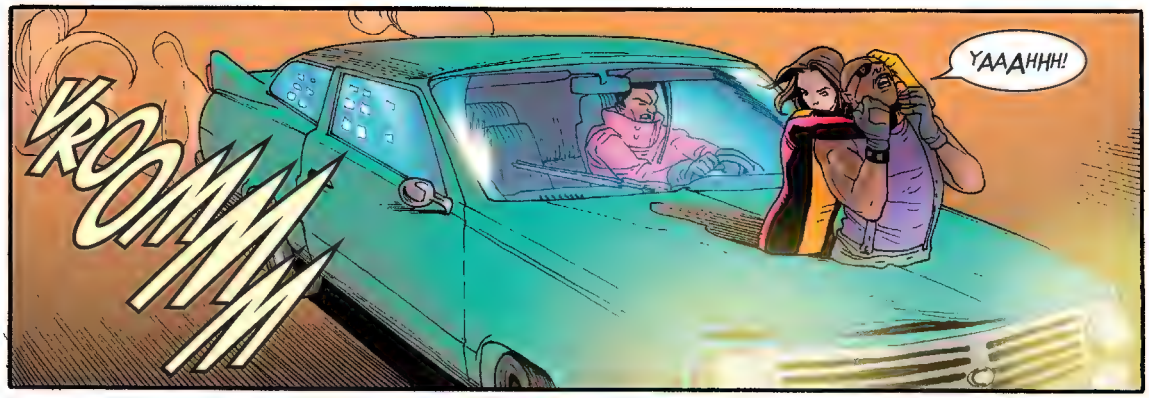
005

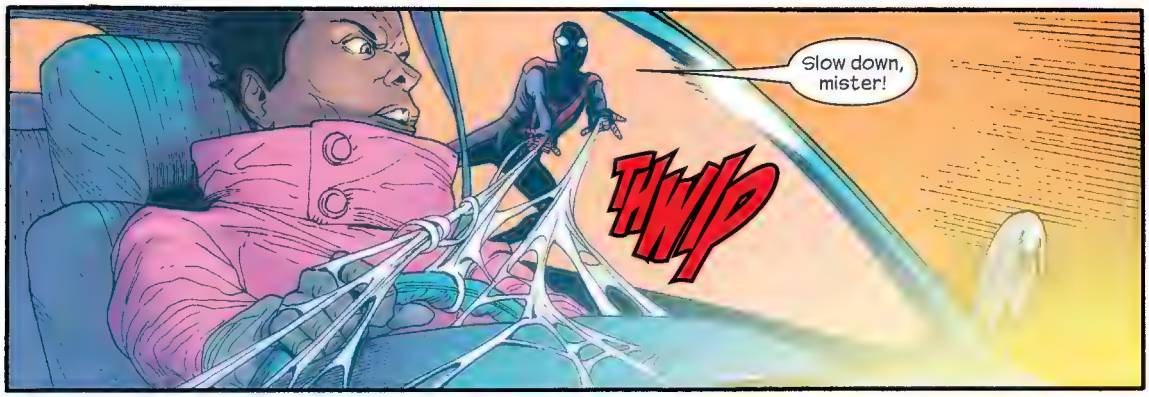
CHELSEA, NYC.
What gang did you say you were in? Oh, hold on--
--remind me to care!
THWAX
Black Widow
Kitty Pryde
Spider-Man
THR-POW

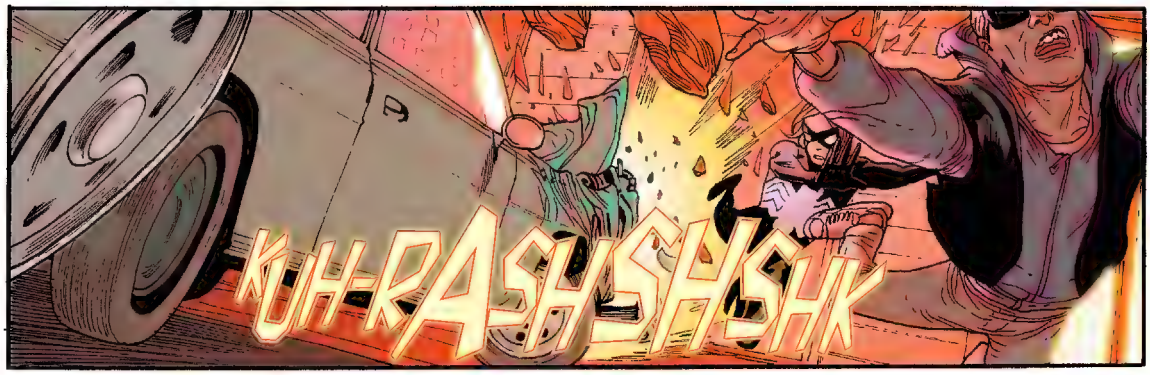

What is *wrong* with you people?!

I think we can skip the part where we talk sense to them.
THWAK

They seem hopped up on something, and looks like...
...they've already been in a fight. There's no calming them down.
UNGHF!
KRK
OPEN


VROOMMM
YAAAHHH!


Slow down, mister!
THWIP

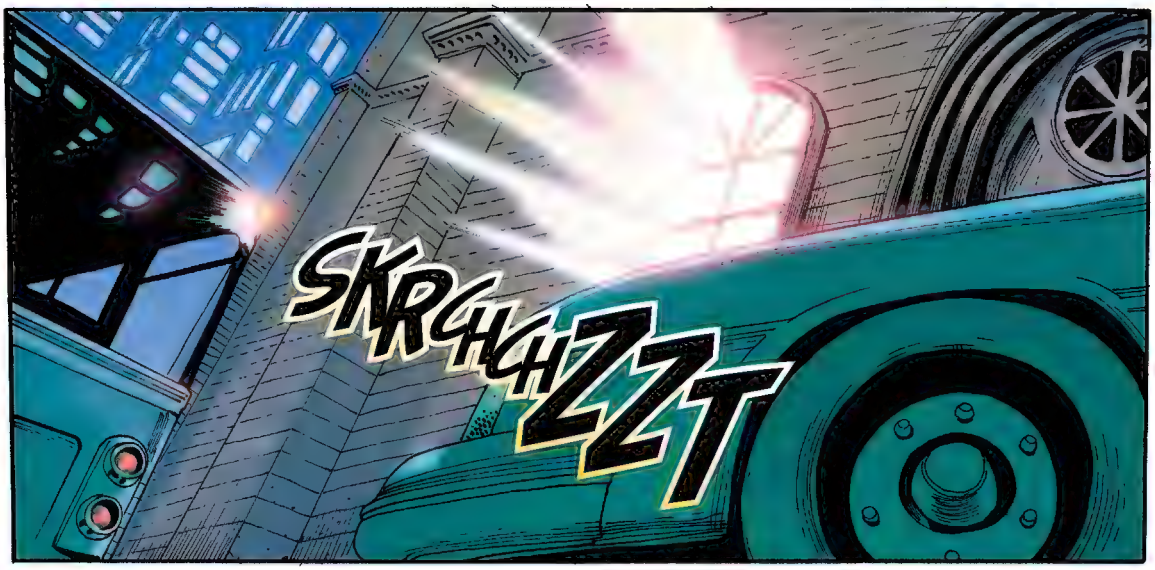

KUH-RASHSHSHK

That was *close!* Sorry about that.
You stopped it best you could.
These guys don't look like Skulls, so what are they doing on their turf?
Retaliation? Peace treatise? Date night?
Let's round them up first, then we play junior detectives. The more we bag, the better.
grrRRoannNN

ABANDONED HELL'S KITCHEN CATHEDRAL, A.K.A. ULTIMATES' HEADQUARTERS.
A little to the left... AAAHH!
Dagger
Cloak
More elbow? Less elbow? I can stand on you, too, if you want.
No, this is--URK--perfect.
Sorry you've been feeling crappy lately.
Slow recovery. Doesn't help that we've been seeing more action than usual.
It's like we never get time to ourselves anymore.
I know. What's up with that?
We can take a break for a night.

ZZSCH

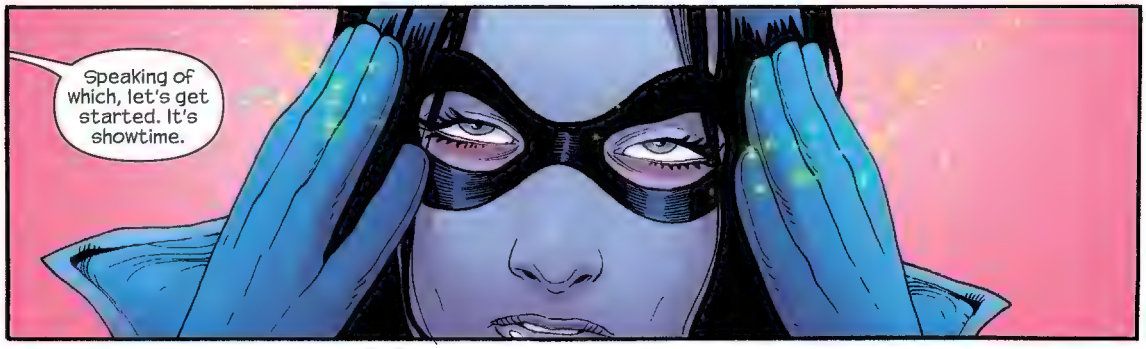
SKFCHZZZ

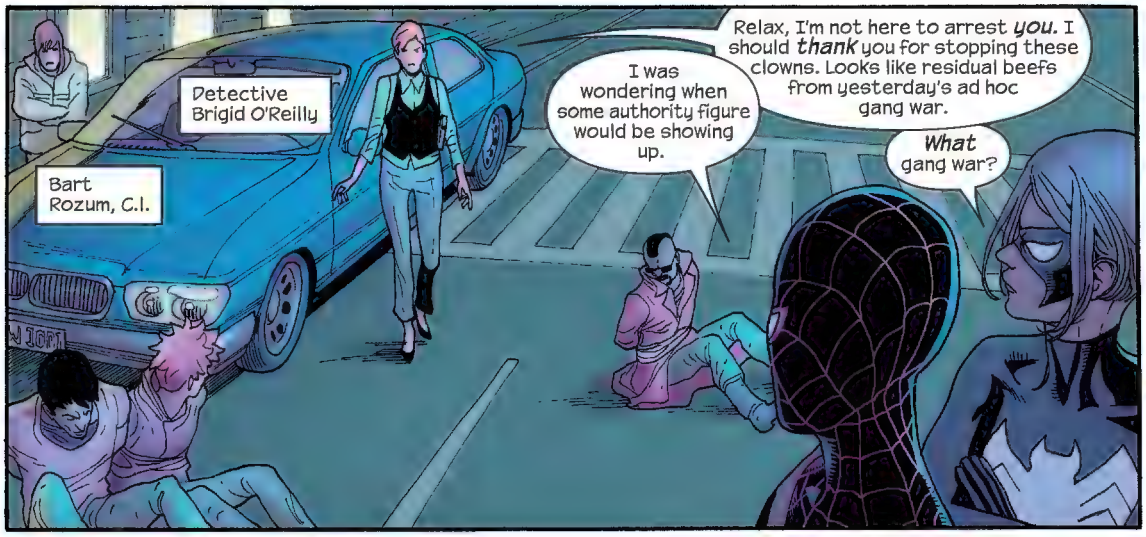

SKRCHCHZZT

MIDTOWN MANHATTAN.
Crossbones
Let's get a move on. We have to take care of this and regroup before the other gangs retaliate.
Bombshell
I heard things were getting messy downtown. It's all good, though, soon as girlfriend makes a donation before the showdown...
Diamondback

...huh, rich you are *not*, Miss Bombshell. No wonder you dated a drug dealer. Rest in peace.
Can't believe a *nobody* like him screwed us up. Whatever, we'll get a regular shipment once I clear it with Jip's people.

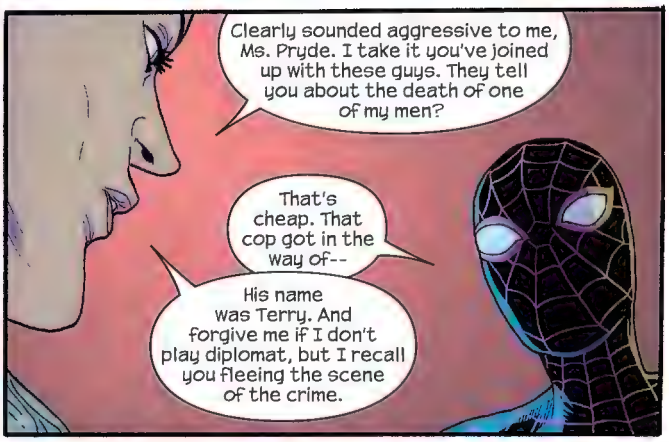
How long does this Devil's Dust work?
Long enough to make her lead us to her clubhouse.
Too bad we couldn't get any juicy secret identity info--put on your mask, would you?--but we did get a location.


Speaking of which, let's get started. It's showtime.


Detective Brigid O'Reilly
Bart Rozum, C.I.
I was wondering when some authority figure would be showing up.
Relax, I'm not here to arrest *you*. I should *thank* you for stopping these clowns. Looks like residual beefs from yesterday's ad hoc gang war.
What gang war?

The Serpent Skulls took it upon themselves to break the gang truce. My squad's hands are tied in official policy, but you people--
--I don't see you having a chain of command to answer to.
I thought we were outlaws to you. Now you're telling us to help out--?

No, no, that would be inappropriate. All I can do is suggest you do your part against the gangs...
...and hope you cancel each other out.
Whoa. That's a little passive-aggressive, don't you think?


Clearly sounded aggressive to me, Ms. Pryde. I take it you've joined up with these guys. They tell you about the death of one of my men?
That's cheap. That cop got in the way of--
His name was Terry. And forgive me if I don't play diplomat, but I recall you fleeing the scene of the crime.

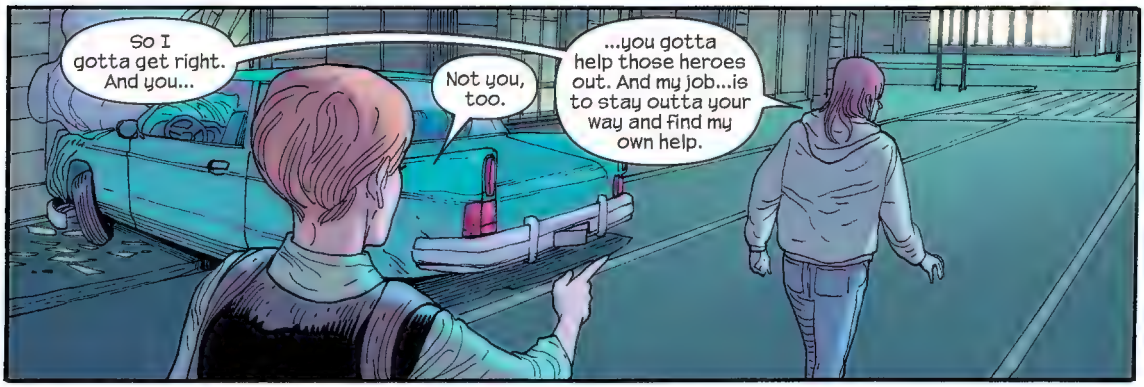
Oop! Speaking of fleeing, business calls.
We'll have to prove our innocence some other time.
VEETBP
VEETBP
VVETBP
VVETBP

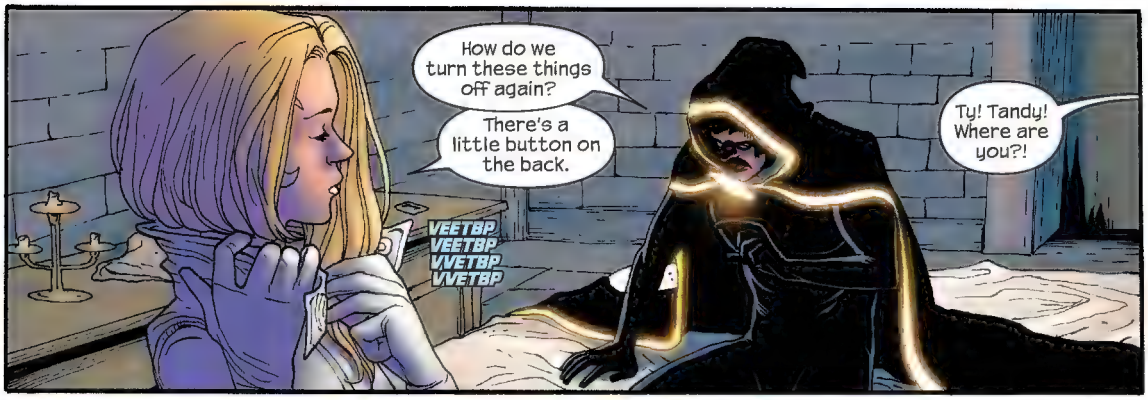
Wait!

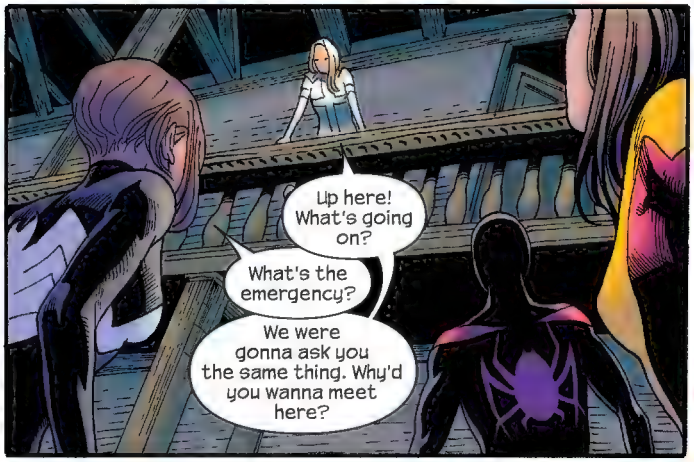
I think...I think I know where they're going.
The church on 42nd...the old, crappy one. I think that's where they all live or something.
I can't just leave you here, Bart. What about the clinic?
Forget the clinic...I don't need no clinic. I'm telling you where that Cloak dude lives, where they probably hang out. S'why I came to you.
This is the worst I've seen you. The clinic will--

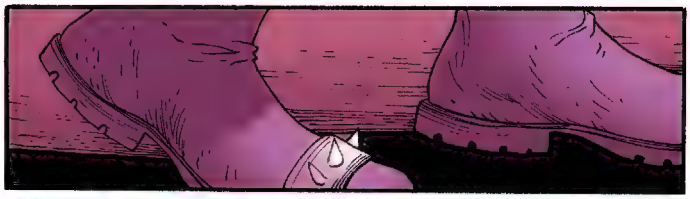
They're not bad guys, but I think you know that.
Not gonna stay here and complain... to you...about my problems.
I just gotta get right. When that Cloak man took me and Bennie in his cape...

...I saw darkness. *The* darkness. It was worse than pitch black. It was *hopeless.*
And I can't speak for Bennie, but I can't stay on that road. I'll die if I do, and you know what? I'm scared of *wanting* to stay on that road.

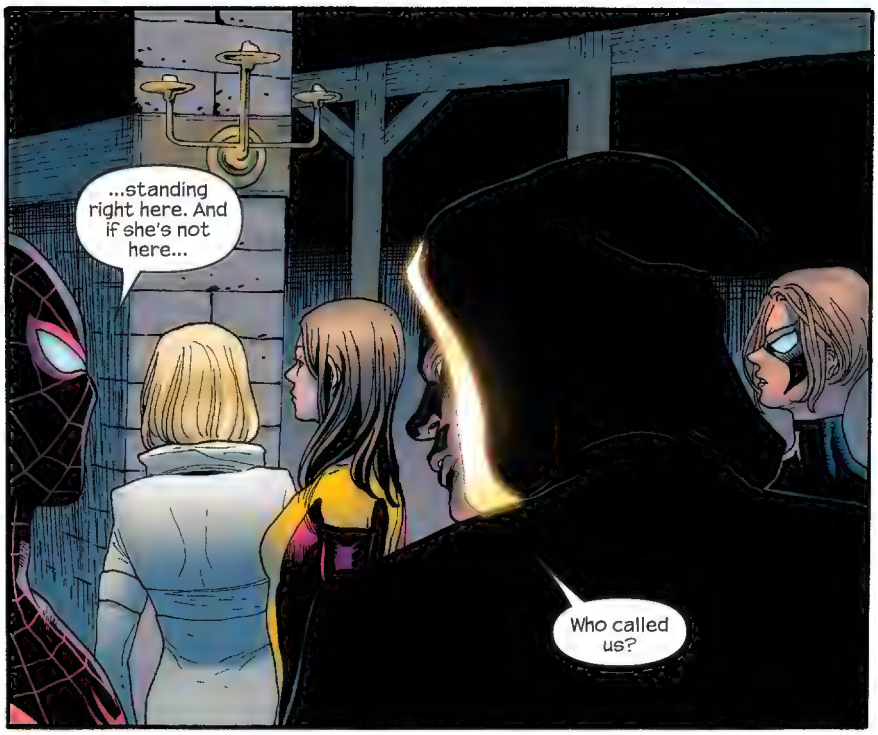

So I gotta get right. And you...
Not you, too.
...you gotta help those heroes out. And my job...is to stay outta your way and find my own help.


How do we turn these things off again?
There's a little button on the back.
VEETBP VEETBP VVETBP VVETBP
Ty! Tandy! Where are you?!

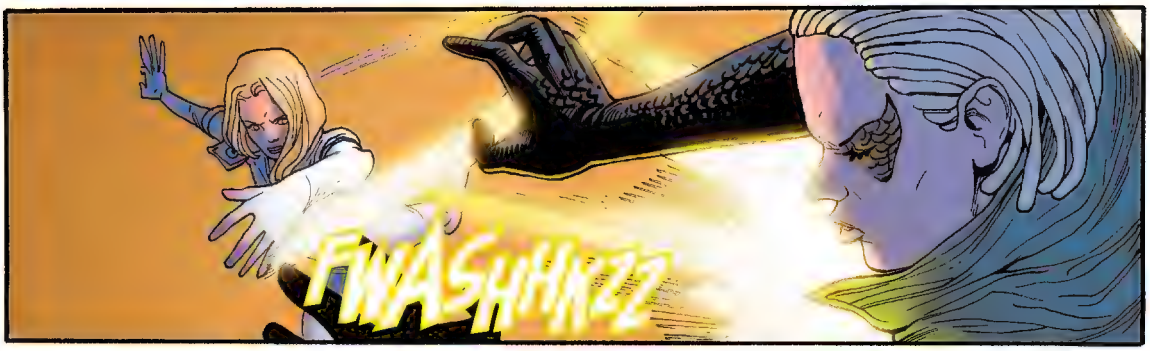

Up here! What's going on?
What's the emergency?
We were gonna ask you the same thing. Why'd you wanna meet here?

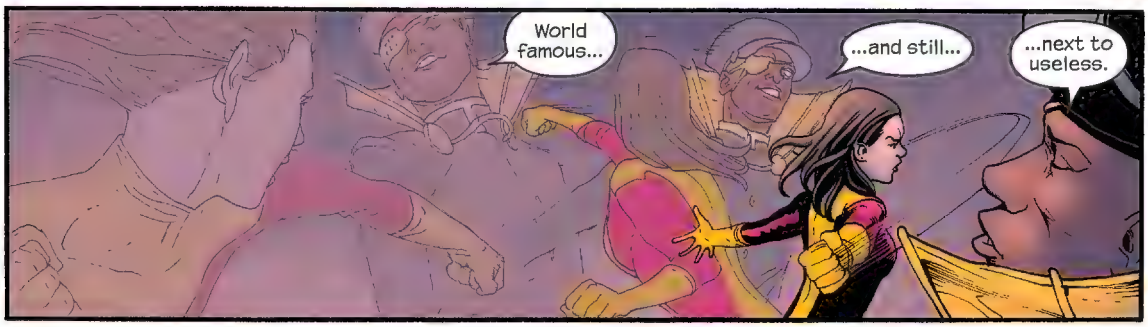


Where is Bombshell, anyway?
Well, her signal was coming from here, so she should be...


...standing right here. And if she's not here...
Who called us?

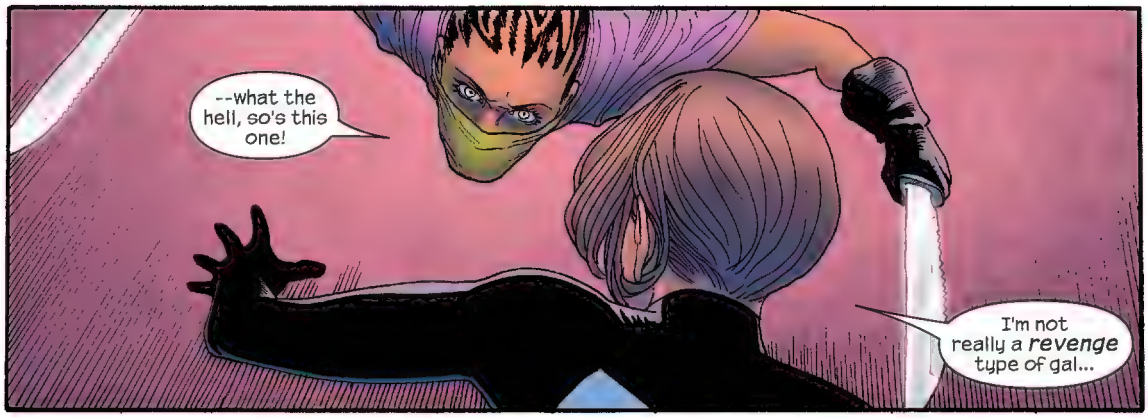
On a silver platter, just like that.
Take them!


FWASHHZZ

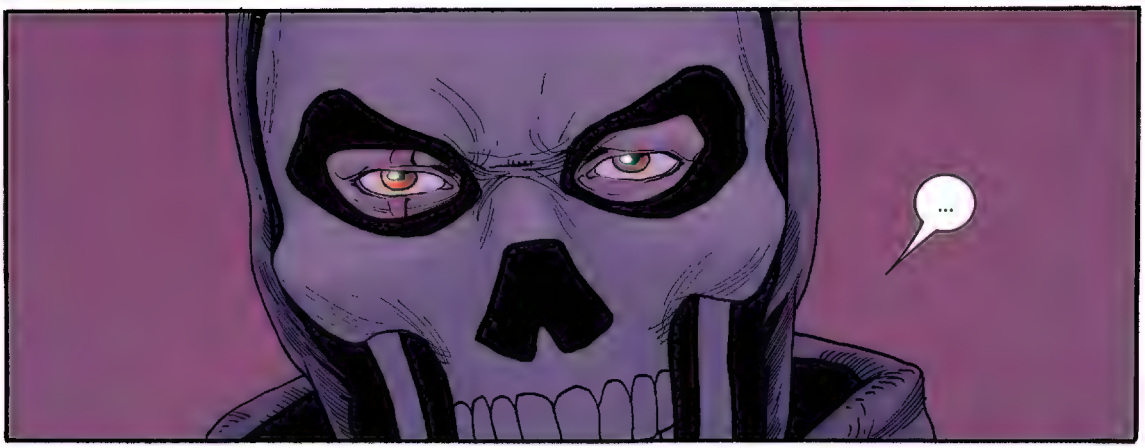

World famous...
...and still...
...next to useless.

So you're the one Diamondback can't shut up about. Don't look like much to me.

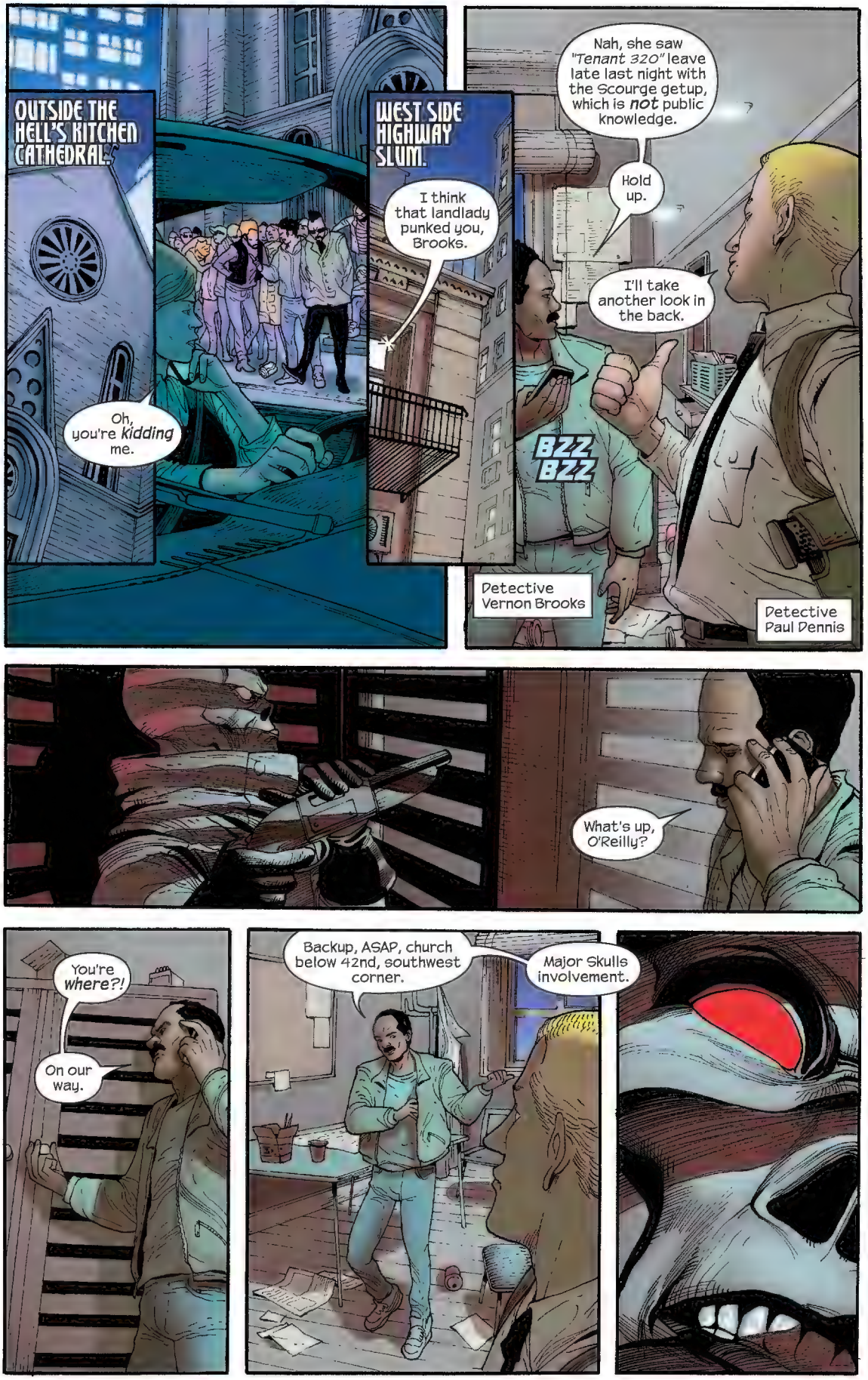
I'm surprised to see you survive your little "*trip*." First one's always free--


--what the heli, so's this one!
I'm not really a ***revenge*** type of gal...

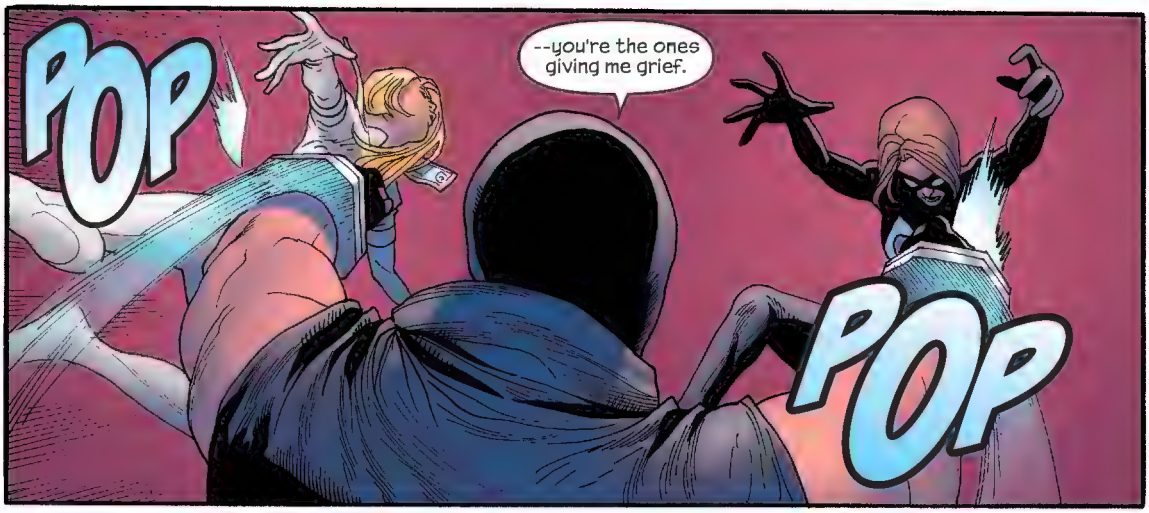
KISHKRSHS
...but for you, I'll make an exception.


...

They have spirit, but who gives a crap about any of that? They'll go down easy enough.
They've given us enough trouble to disprove you.
Hey, this was my plan, remember? Worked like a dream, is what you're trying to say.
I got plenty of troops keeping watch. How do you wanna finish this?
Slit her throat once she snaps out of your spell. Don't need more loose ends.
As for her friends...
...I think it's time they met...
CROSSBONES.


OUTSIDE THE HELL'S KITCHEN CATHEDRAL.
Oh, you're *kidding* me.
WEST SIDE HIGHWAY SLUM.
I think that landlady punked you, Brooks.
Nah, she saw *"Tenant 320"* leave late last night with the Scourge getup, which is ***not*** public knowledge.
Hold up.
I'll take another look in the back.
BZZ BZZ
Detective Vernon Brooks
Detective Paul Dennis
What's up, O'Reilly?
You're *where?!*
On our way.
Backup, ASAP, church below 42nd, southwest corner.
Major Skulls involvement.

So you--
WHUB


POP
--you're the ones giving me grief.
POP

What-- not even a "sorry"?
Hunh?

Not another step, meathead.
Pah!
KRCHK
Don't tell me that hurt! I was just playing with you. Now *this*...
...this should hurt.

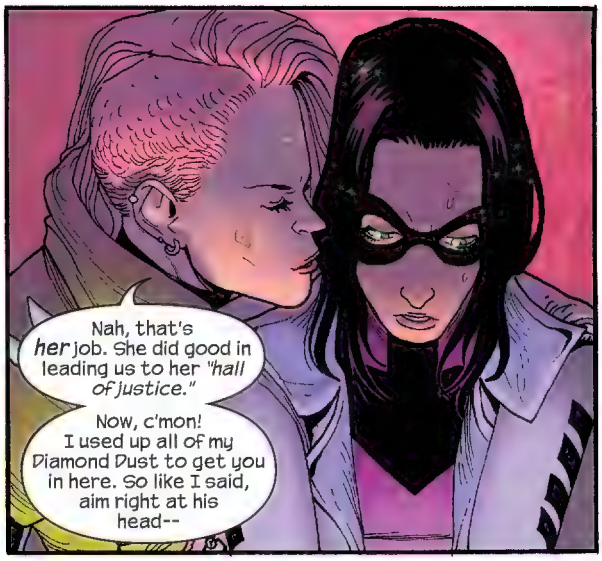
Get out! Get out of here!
Oufff!

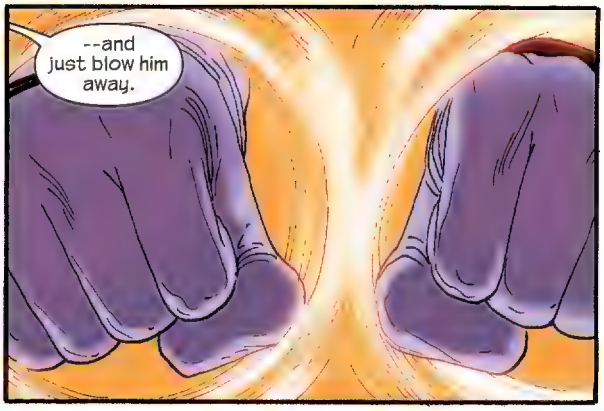
KRCH

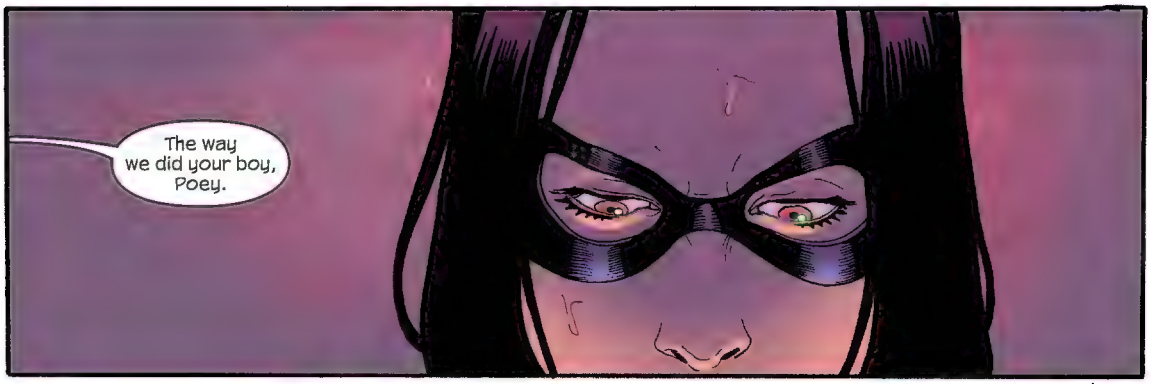
Guh--!

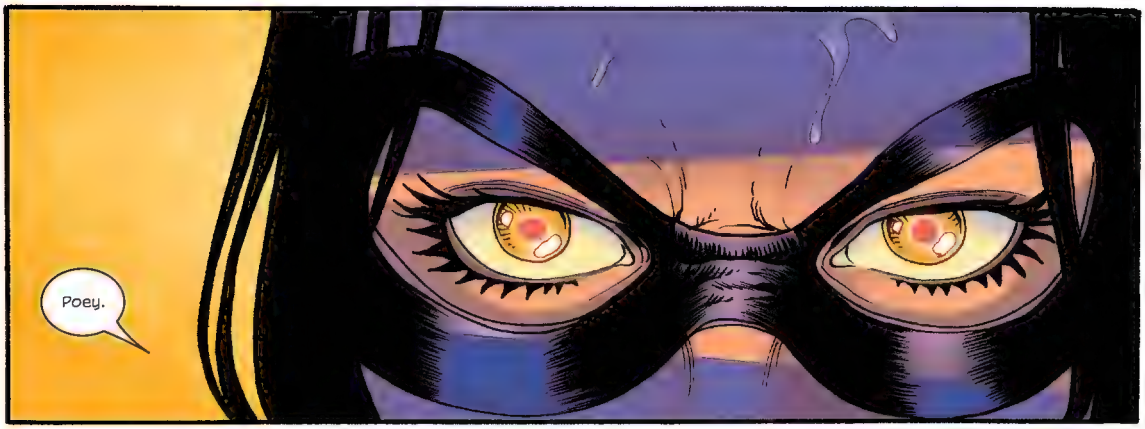
A liiiittle to the right. A little bit more...there you go. Okay, I think you got it.

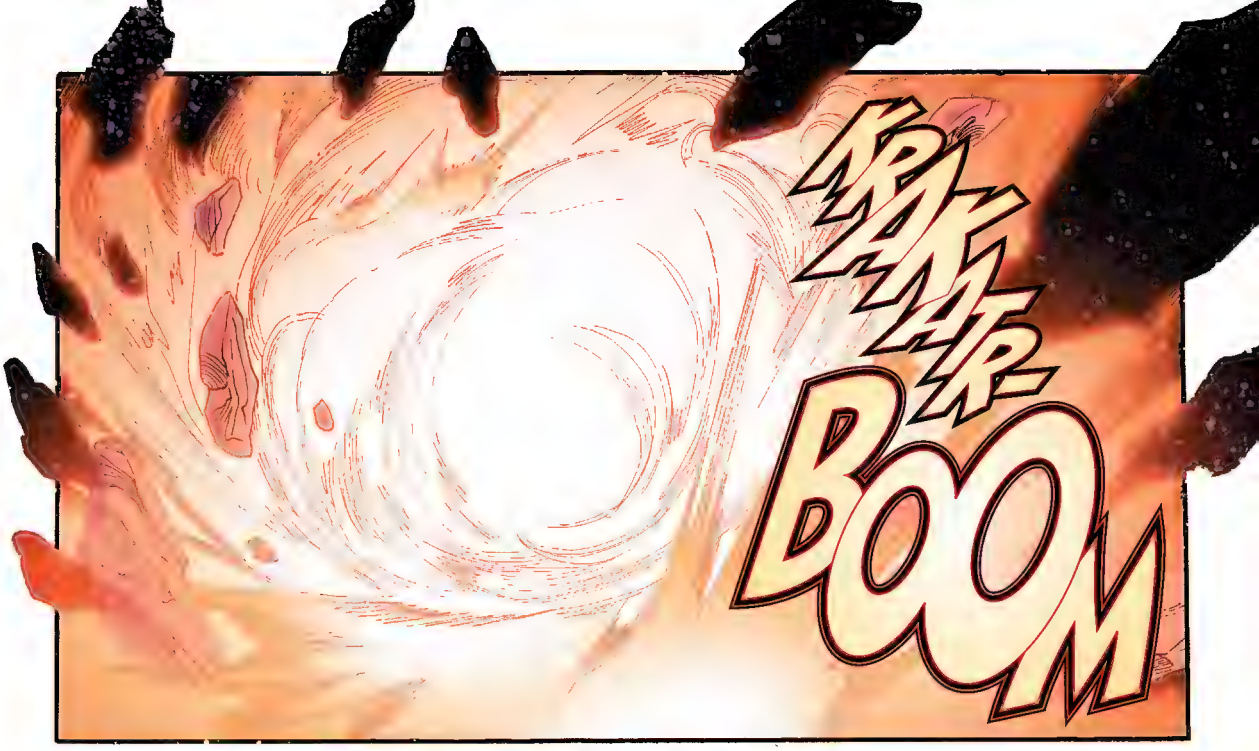
Glad you decided to join us, Cobra. How'd the burial--?
Pfft--burial? I dumped that dope's body in a dumpster.
Hey, shouldn't we help out with the fight?

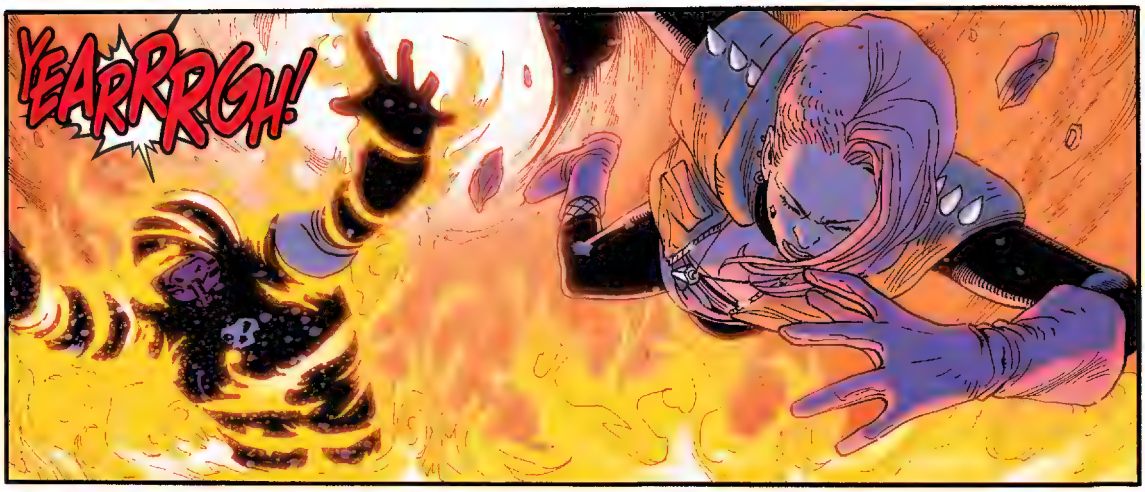

Nah, that's *her* job. She did good in leading us to her *"hall of justice."*
Now, c'mon! I used up all of my Diamond Dust to get you in here. So like I said, aim right at his head--

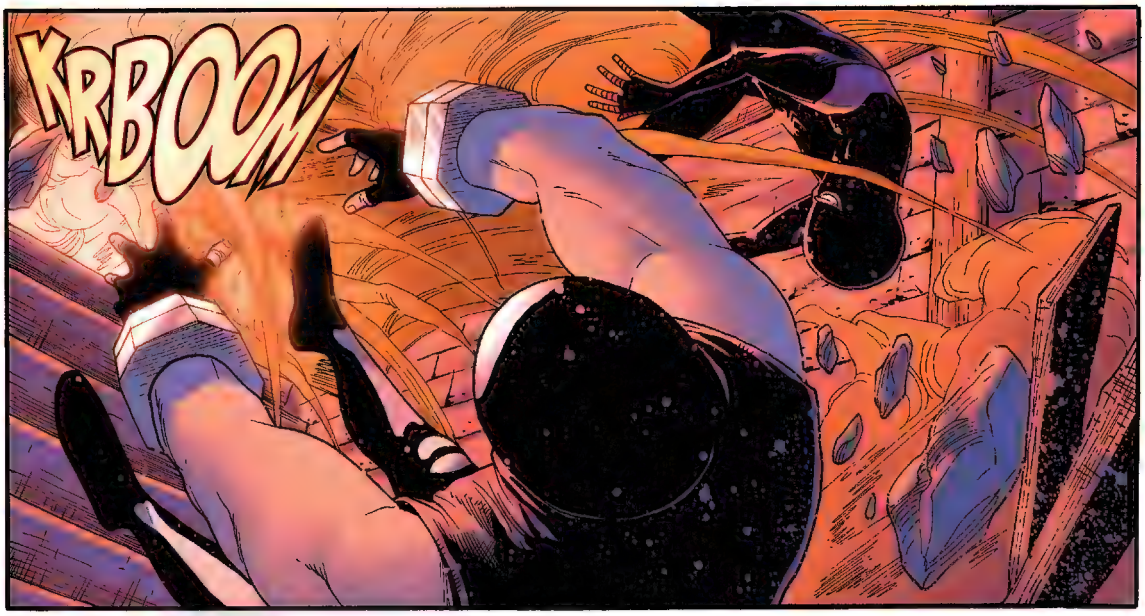

--and just blow him away.


The way we did your boy, Poey.


Poey.


KRAKAKR-
BOOM


YEARRGH!


KRBOOM

KRASHHCRCR
Tower's collapsing--everyone *move!*
I thought I saw Bombshell. I gotta--!
Jess, wait!

...over... it's done...
...I don't care...how many of you I catch but...
...you're all...
...DEAD!
NEXT: WRITHE AND ATTACK!

ALL-NEW ULTIMATES®

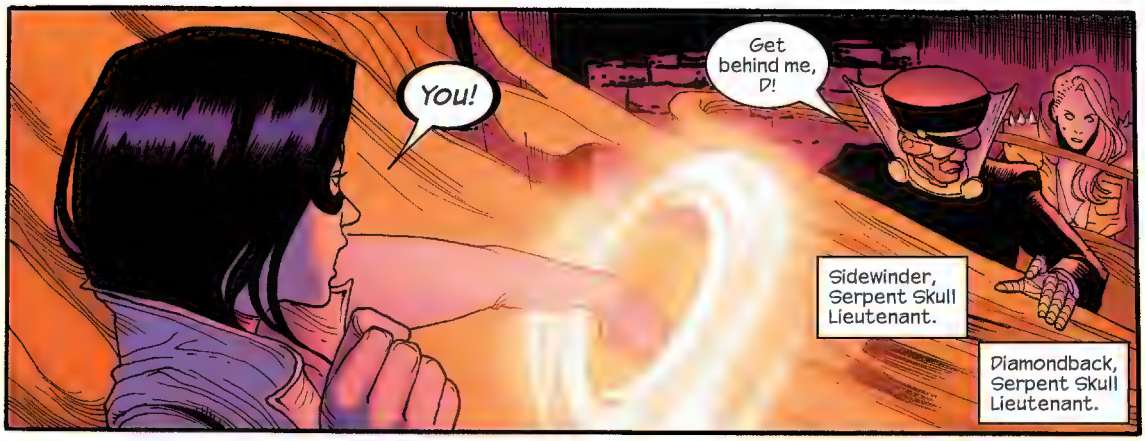
ULTIMATE MARVEL NOW!

FIFFE
PINNA
WOODARD

006

WESTSIDE CHURCH.
Crossbones, Serpent Skull Leader.
Spider-Man, Ultimates member.
Crossbones--
COUGH
Watch out--!
Whu--?
KRR UNCH
CHK
Thanks for the save, Spidey. Let me get you back.

Bombshell, Ultimates member.
Just now freed herself from drug-induced paralysis at the hands of her boyfriend's killers, the Serpent Skulls.
Diamondback, show yourself!

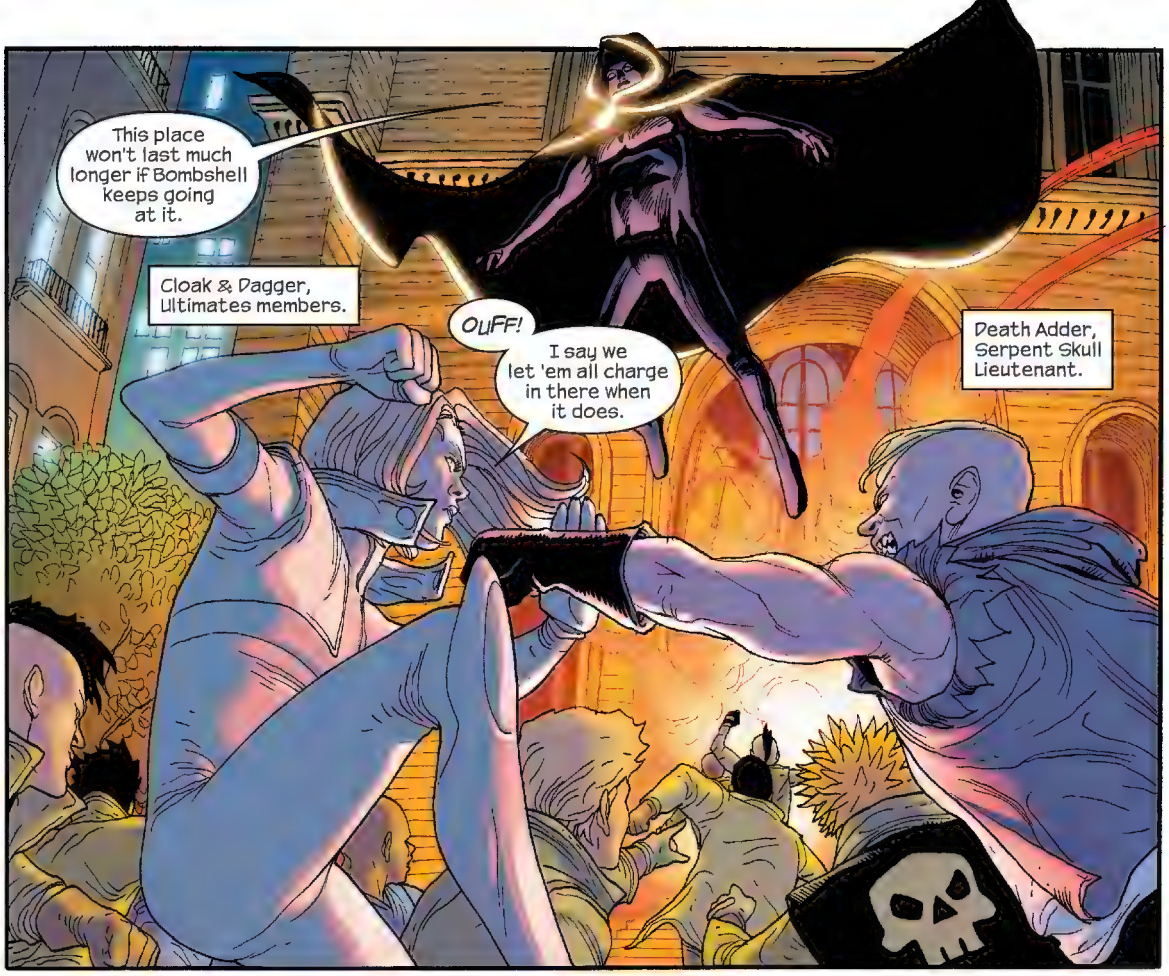

You!
Get behind me, D!
Sidewinder, Serpent Skull Lieutenant.
Diamondback, Serpent Skull Lieutenant.

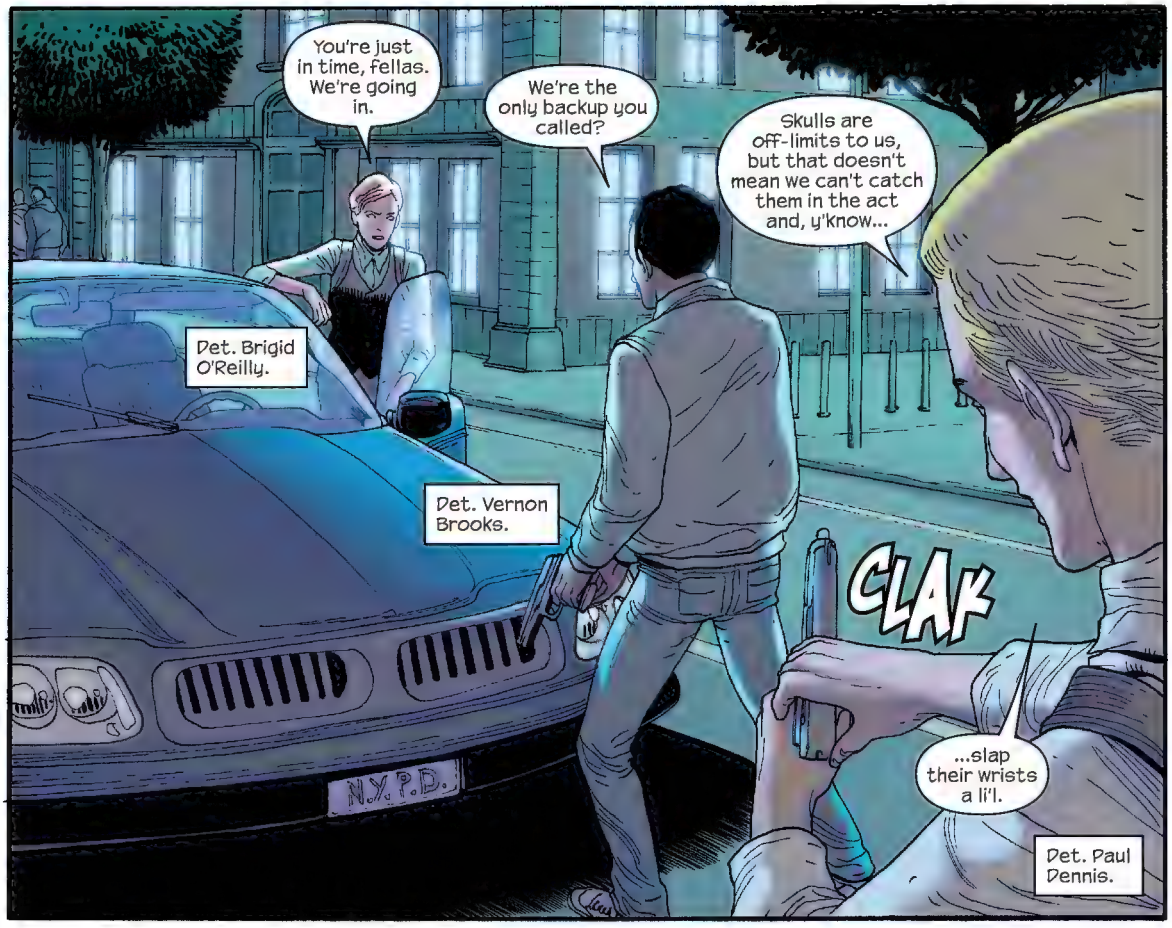
FSHKWRK
WHOOMP

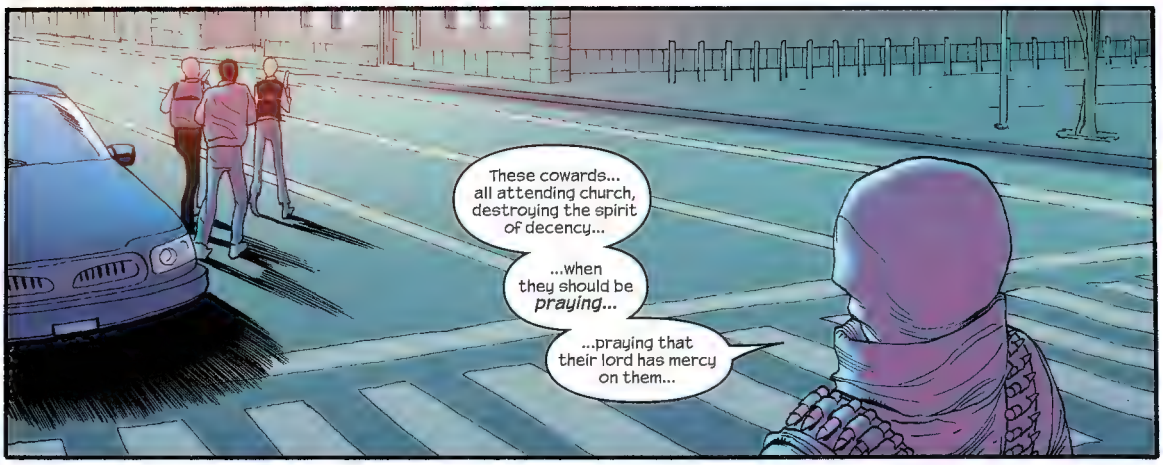
WHOOMP
Wha--?

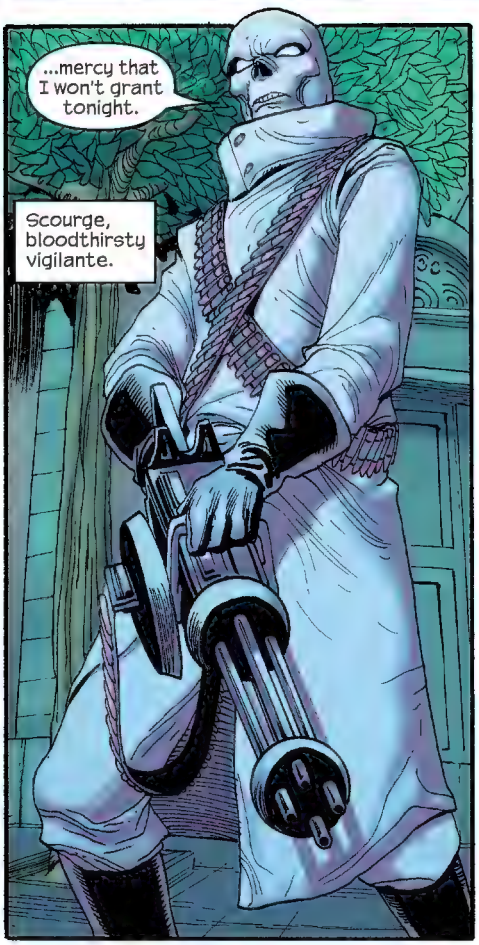
Clear out-- let's *go!*
THRAK

Tell me your power isn't being all grabby!
Anaconda, Serpent Skull Lieutenant.
Kitty Pryde, Ultimates member.
I'm not judging. We're all special in our own way.
THUD
And where do you think *you're* going?
Black Widow, Ultimates leader.
THWIPP
Black Racer, Serpent Skull Lieutenant


This place won't last much longer if Bombshell keeps going at it.
Cloak & Dagger, Ultimates members.
OUFF!
I say we let 'em all charge in there when it does.
Death Adder, Serpent Skull Lieutenant.

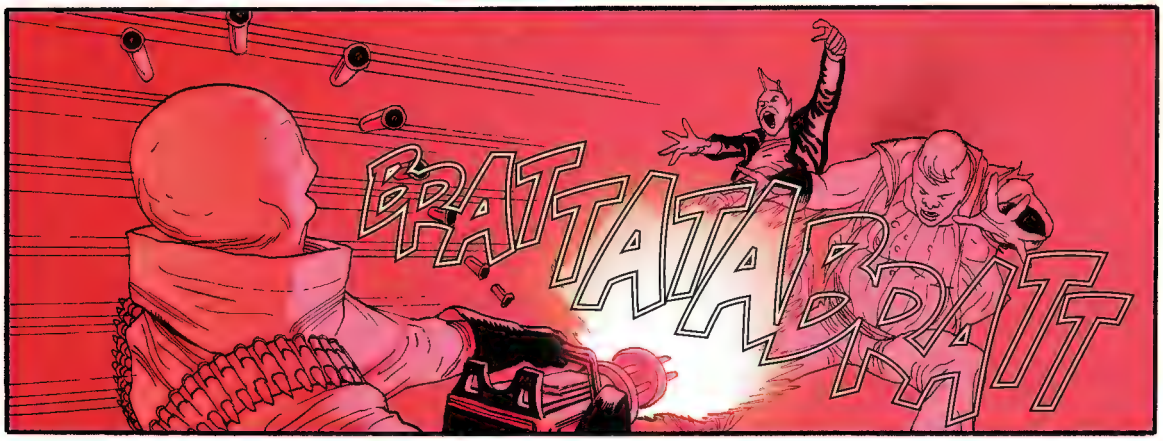

You're just in time, fellas. We're going in.
We're the only backup you called?
Skulls are off-limits to us, but that doesn't mean we can't catch them in the act and, y'know...
Det. Brigid O'Reilly.
Det. Vernon Brooks.
CLAK
...slap their wrists a li'l.
Det. Paul Dennis.
N.Y.P.D.


These cowards... all attending church, destroying the spirit of decency...
...when they should be *praying*...
...praying that their lord has mercy on them...

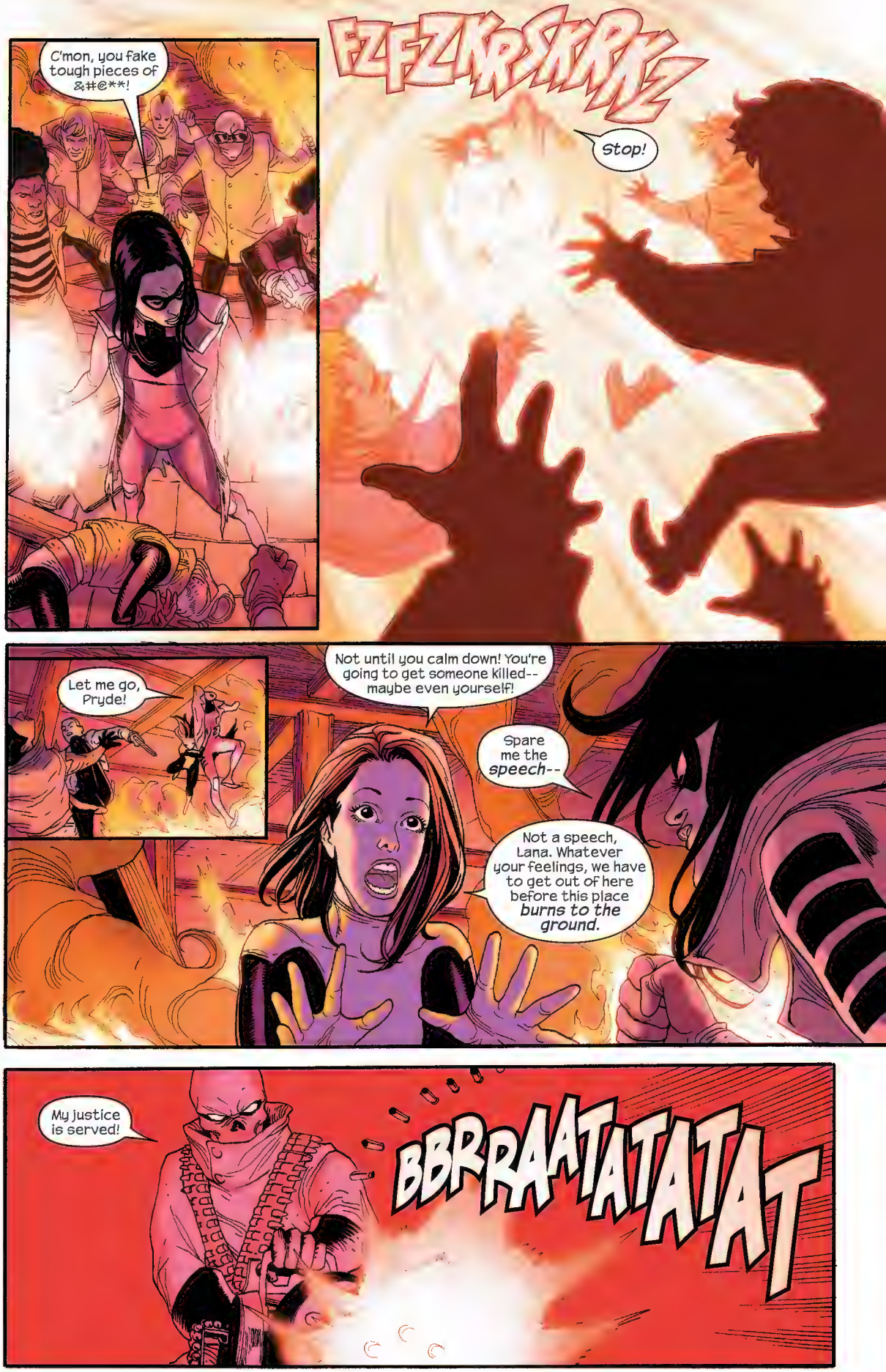

...mercy that I won't grant tonight.
Scourge, bloodthirsty vigilante.

But praying--

CRACCRK
--it's *worthless* to me.


BRATTATABRATT

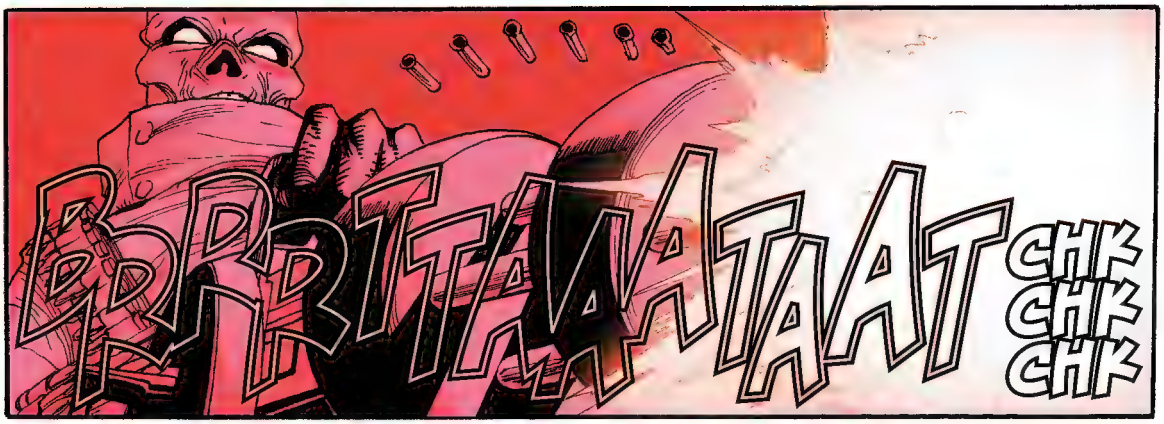
I said leave, Diamondback! I'll take care of Bombshell.
I can't decide whether it's cute or *insulting* that you're ordering me around.
I ain't running from some basic bit--
FSHKWRK
FFKRAKK
My justice is absolute.
BRRATTATTAT

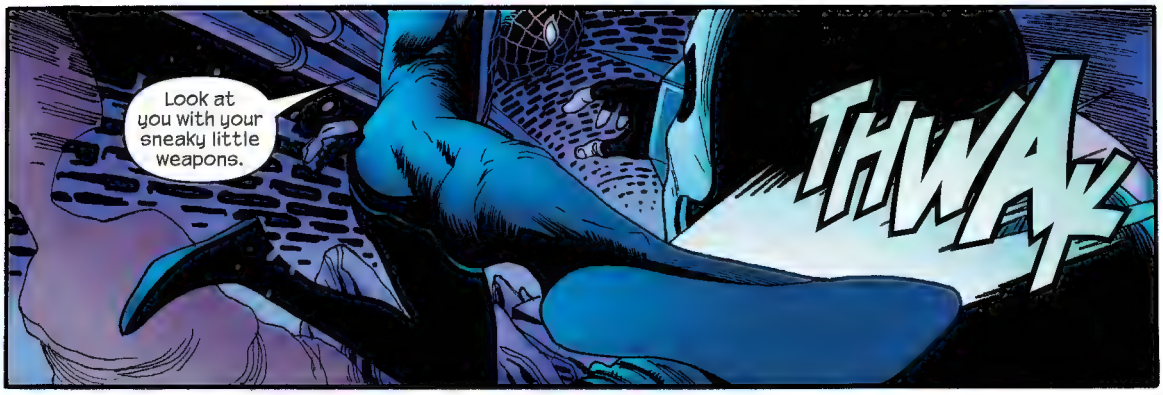

C'mon, you fake tough pieces of &#@**!
FZZZKRSKRRZ
Stop!
Let me go, Pryde!
Not until you calm down! You're going to get someone killed-- maybe even yourself!
Spare me the speech--
Not a speech, Lana. Whatever your feelings, we have to get out of here before this place burns to the ground.
My justice is served!
BBRRAATATATAT

Cloak!
Gang's thinning out, but the fire's getting *worse.*

Can you teleport us all out of here?
What are the odds we can corral and calm everyone down first? I can try...

Bombshell, why don't you--
--*wait!* Come back!


BRRRTAAATAAT
CHK CHK CHK

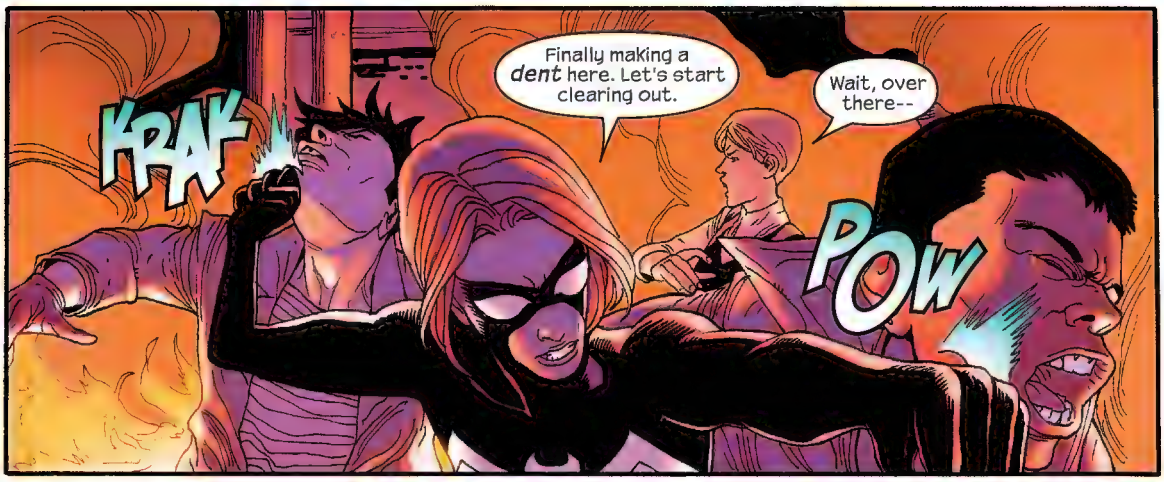

Look at you with your sneaky little weapons.
THWAK

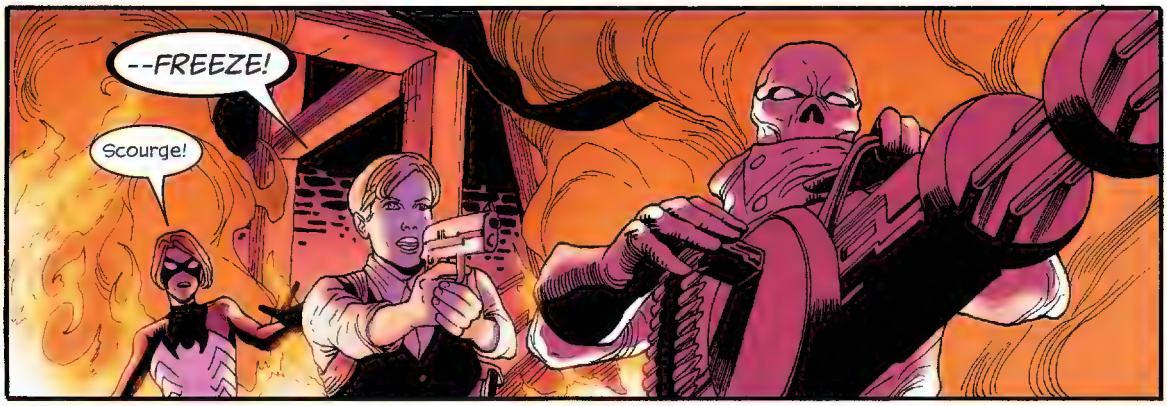
SWISH
Really goes well with your "bad boy" image.

But you lose originality points with that mask.
KRAK

SHHK
Aghhk!

I thought you'd never shut up.
Let's make that permanent-like.

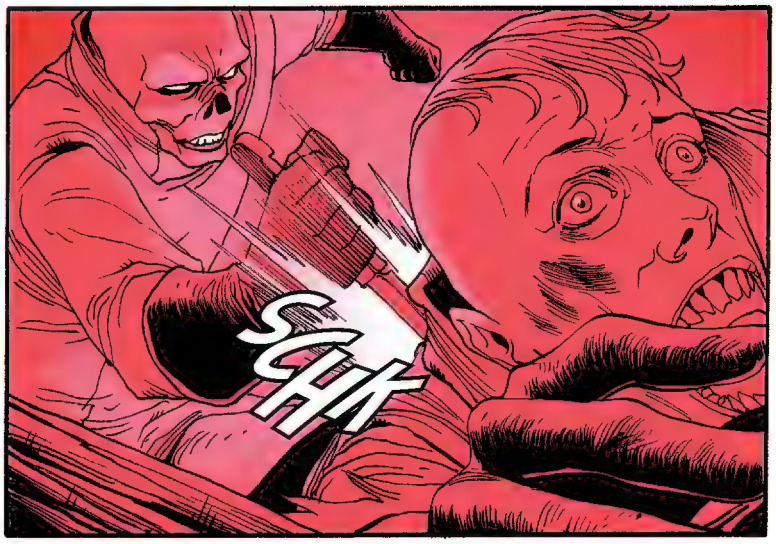

KRAK
Finally making a *dent* here. Let's start clearing out.
Wait, over there--
POW


--FREEZE!
Scourge!

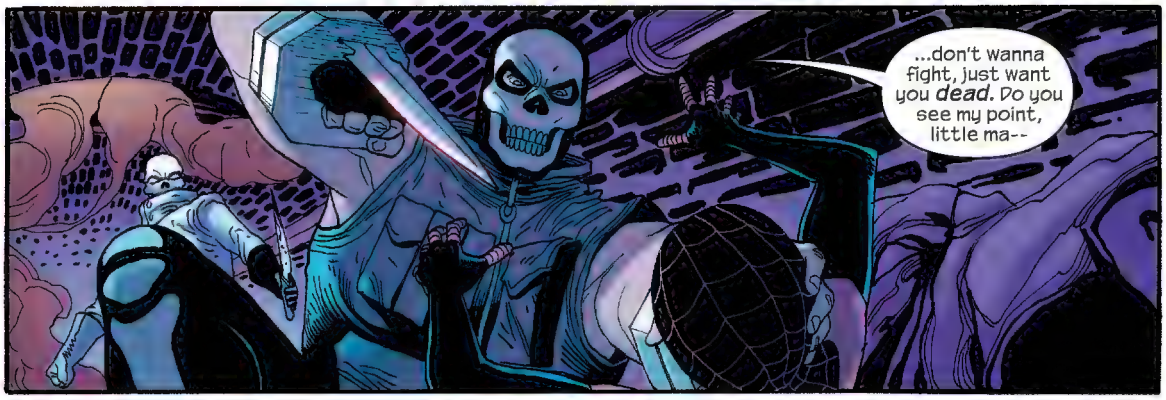
Ahhhhhhk!
BLAMM

Lana, no!

I'm burned bad--h-help me, man--
I will.


SCHK

Brooks! Dennis! We've got a man down!
Must get... weapons in order... that corridor will be enough to--


...don't wanna fight, just want you **dead.** Do you see my point, little ma--

AAAAGH!
SCHP

GAHHH--!
THWAKK

UNDERNEATH THE WESTSIDE CHURCH.
Cough--erk--Crossbones, come back!
rrrrGHG
Who the hell--

--was that?
rrrrrrG

You! You're that guy, that crazy vigilante dude!
THWIP
THWIP
I'm Scourge, dirtbag. Remember it.

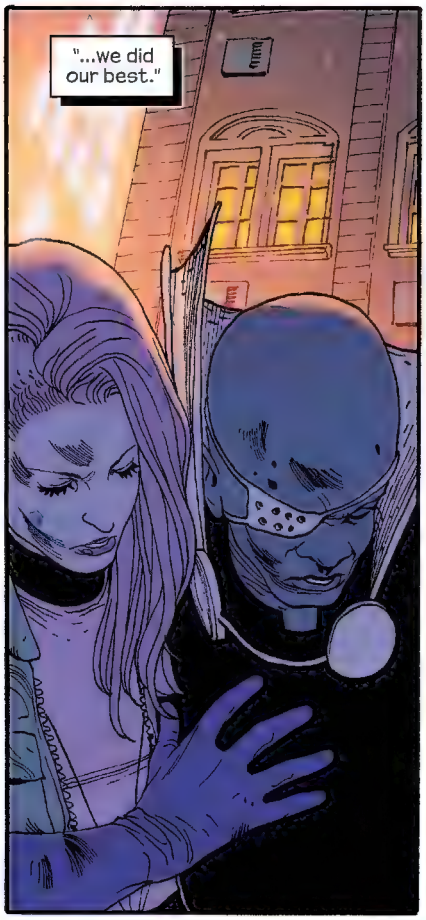
Hey, you're the one who just saved me.
So... thanks?
THWP

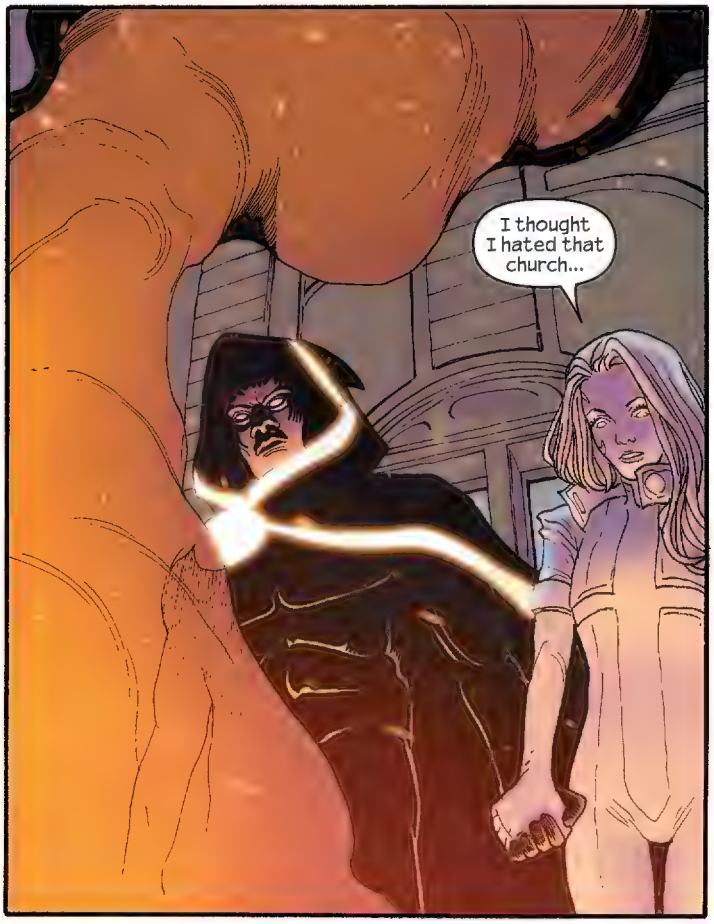
Aw, geez--Bombshell, stop!
KRAKOOM
KRK-BOOOMM

Here's where all that practice...
...pays off...
AGHHK!
Absorbing fire...dumbest thing I've ever done...
...or bravest? Either way, zero choice.
STHWWSCH
Lana, let's get out of here!
Lana, please--!
It's over-- it's over...

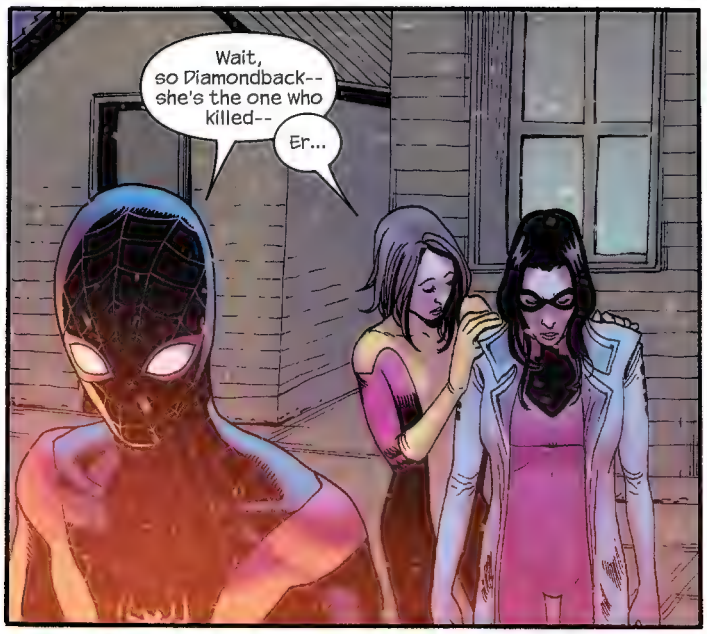
"Hey, O'Reilly, you see Kitty Pryde with them? *The* Kitty Pryde that saved our necks with Galactus?
"And the girl who calls herself *Black Widow* dragged most of the Skulls out.
"Part of me wants to book those other kids, too..."
...but I'm ignoring that part.
Assault and battery, homicide, resisting arrest...should we add *arson?* Y'know...to cut the kids a break for this little *present* they gave us?
I'm not above it.
Doesn't look it but they've done more good than harm here.
"We'll be seeing them again, I'm sure. We'll settle up then."

I tried... tried containing the fire as best as...
You did *great*, Ty.
We all tried to be... I think we...

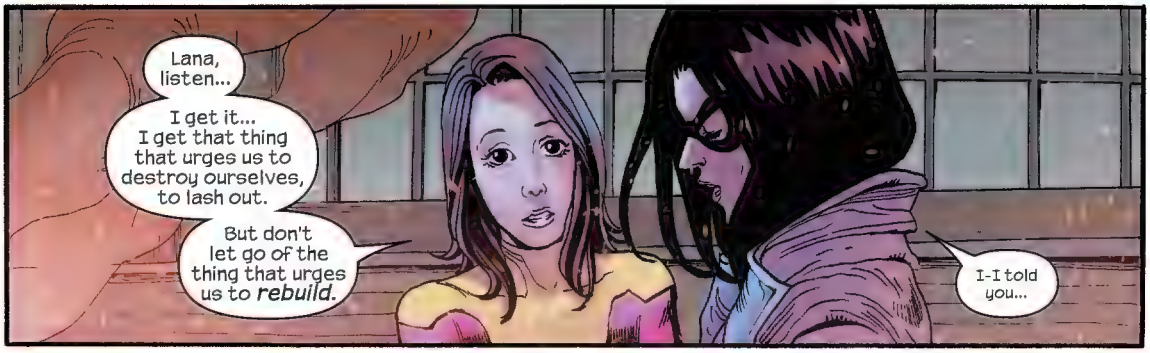

"...we did our best."

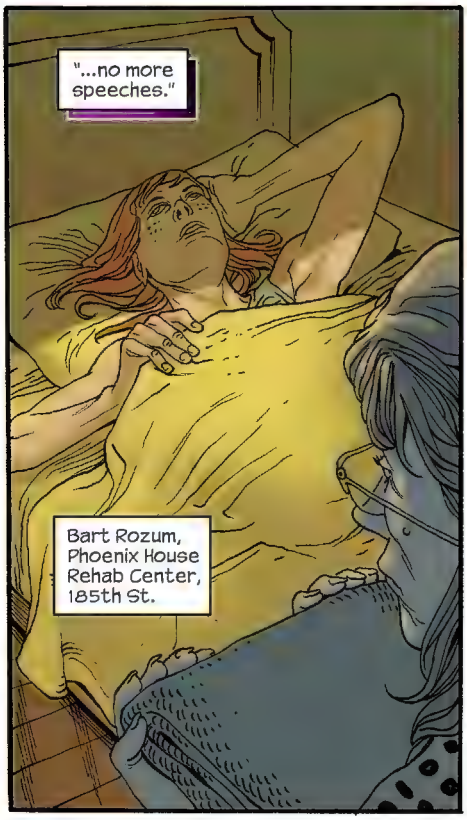

I thought I hated that church...

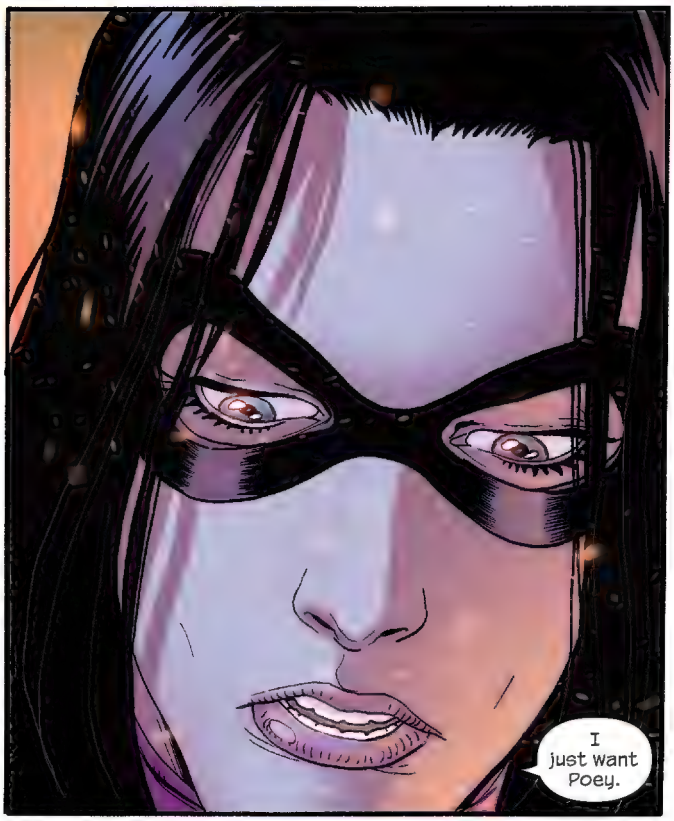
"...so why's this sadder than it should be?"

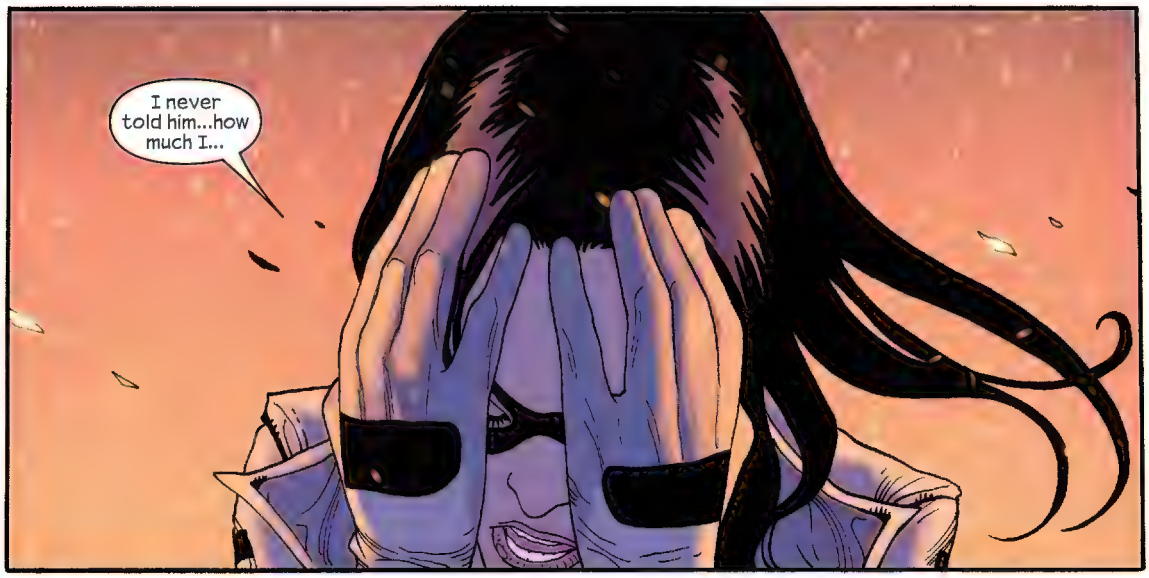

Wait, so Diamondback-- she's the one who killed--
Er...

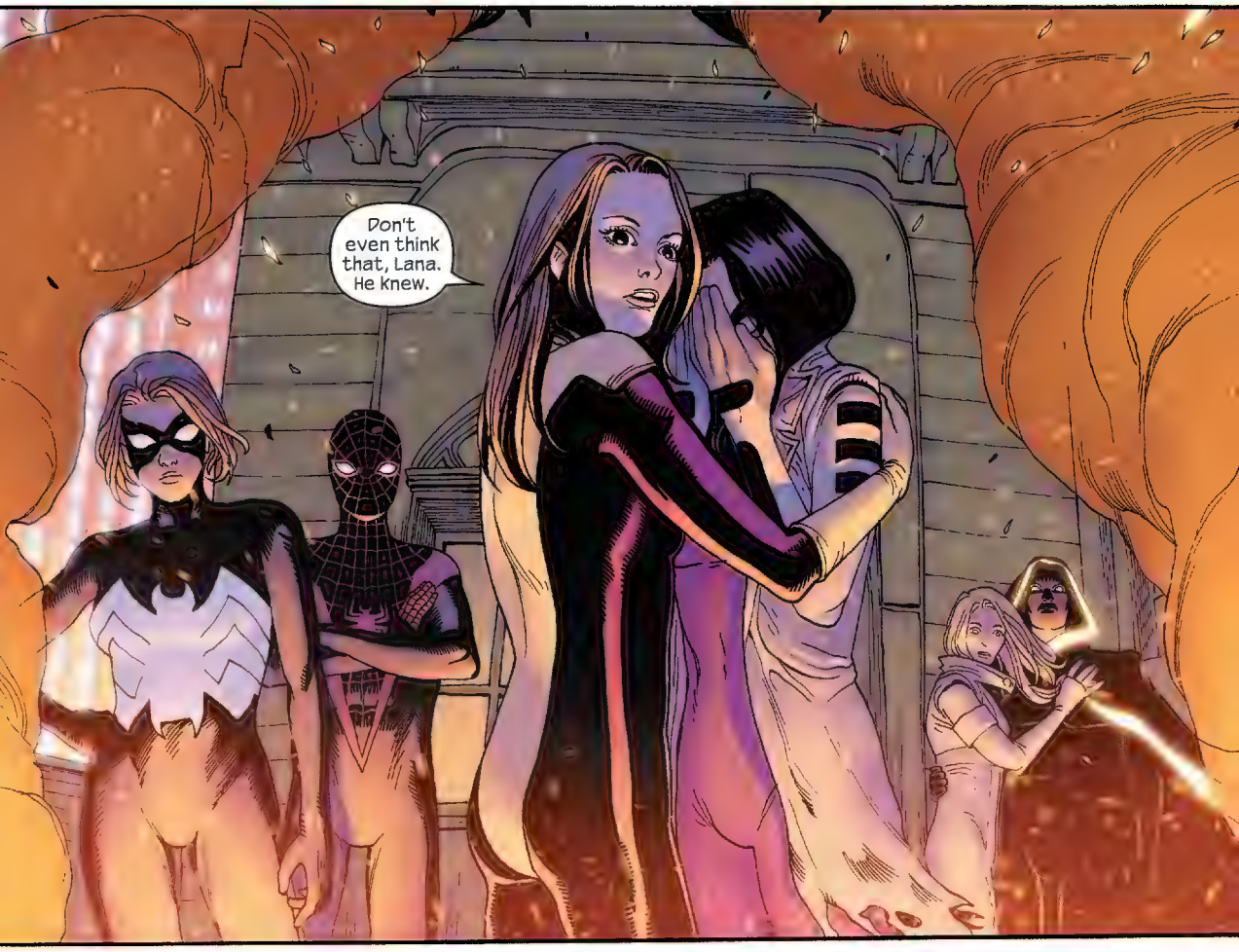
"...not now, Spider-Man."
Terry Schreck, NYC Westside sewer.

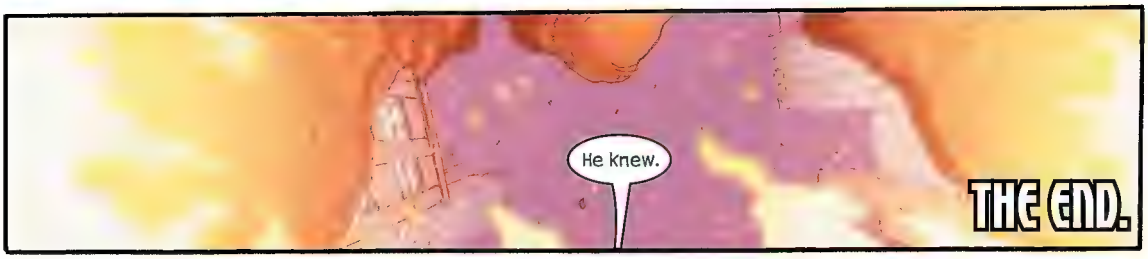

Lana, listen...
I get it... I get that thing that urges us to destroy ourselves, to lash out.
But don't let go of the thing that urges us to *rebuild*.
I-I told you...


"...no more speeches."
Bart Rozum, Phoenix House Rehab Center, 185th St.


I just want Poey.


I never told him...how much I...


Don't even think that, Lana. He knew.


He knew.
THE END.

ALL-NEW ULTIMATES

NO GODS, NO MASTERS

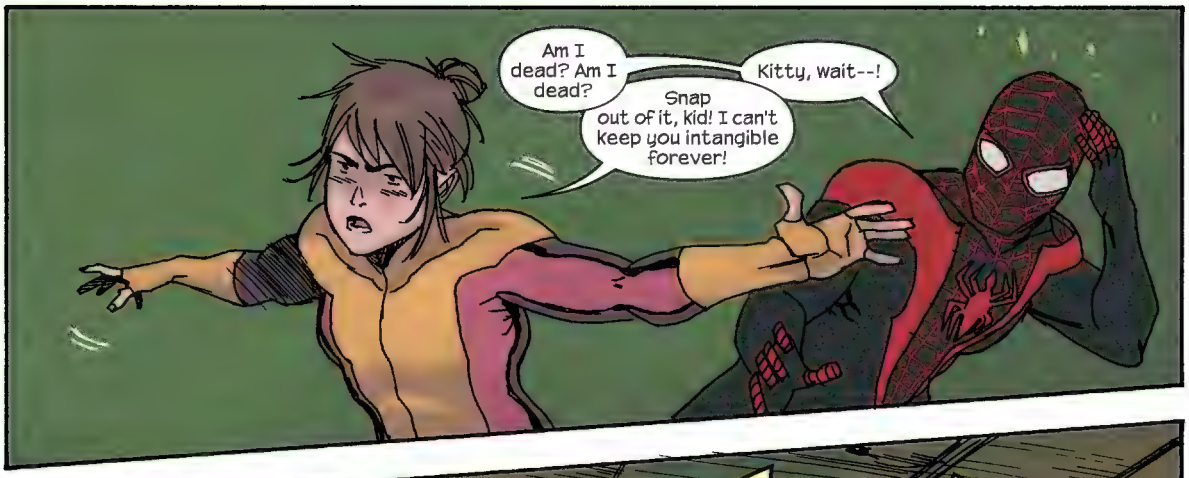
NYC WESTSIDE SEWER.
ALL-NEW ULTIMATES.
Their mission: locate and apprehend gang fugitive Crossbones, but more immediately to avoid getting crushed by...
VERRRRR-MIN!
Flank this guy! Go, go, go!
I could be wrong, but I don't think that's Crossbones.

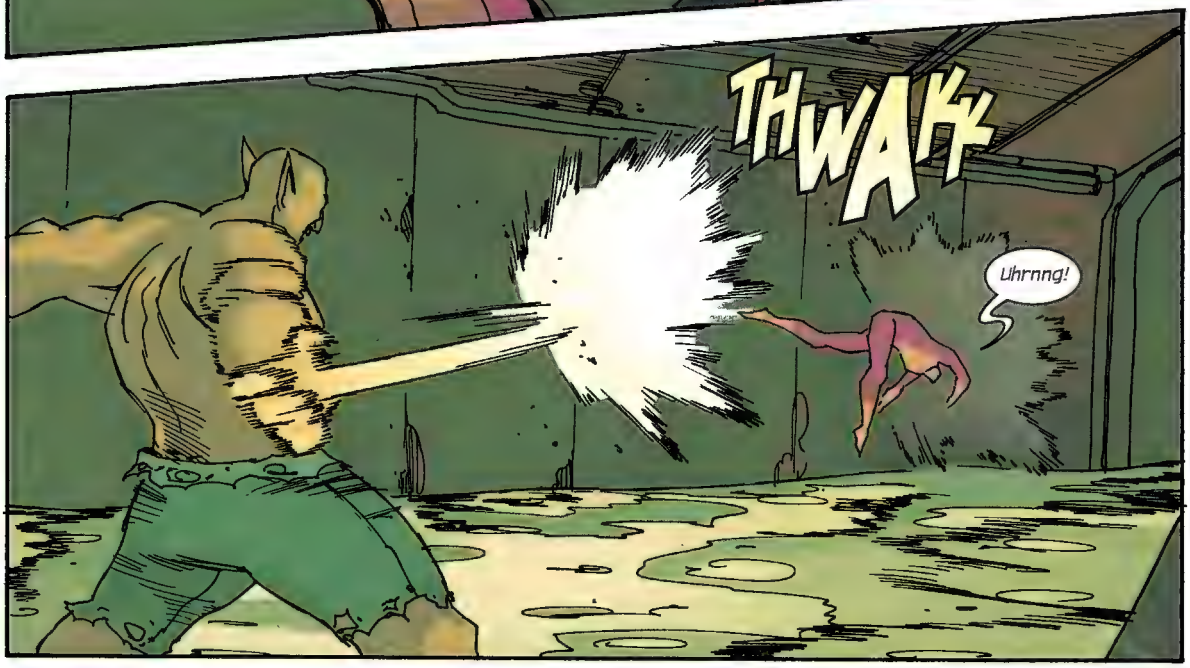
Maybe he got covered in radioactive goo?
KRUNCHH
Black Widow a.k.a. Jessica Drew-- team leader with proportionate strength of a Spider-Man clone.

Rhgff! Heavier than he looks--

That would make him a turtle.
Worry about it later--you're up!
Sshraktktkt
Vermin hungry--!

Vermin, table *manners!*
THROOK
Spider-Man a.k.a. *Miles Morales*--can punch out foes four times his size. Sometimes they even stay down.
Not blaming the public school system *at all,* Verms--
--but your vocabulary--
--uh, stinks--
YAHH!
VERMIN KILL!
TINK

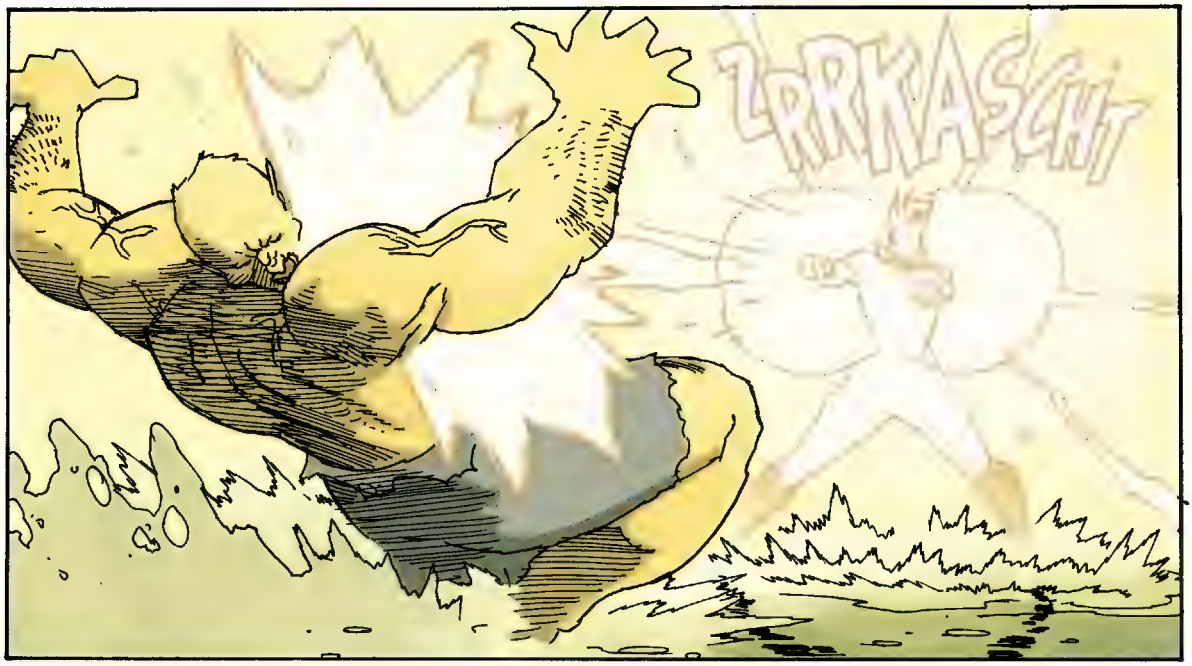

Am I dead? Am I dead?
Kitty, wait--!
Snap out of it, kid! I can't keep you intangible forever!


THWAK!
Uhrnng!

This is why I never ÷pthui÷ keep costumes for long.
Sshrakkkkt
Kitty Pryde-- Phasing/intangibility powers, hyper-densing, and can even walk on water if she so chooses.

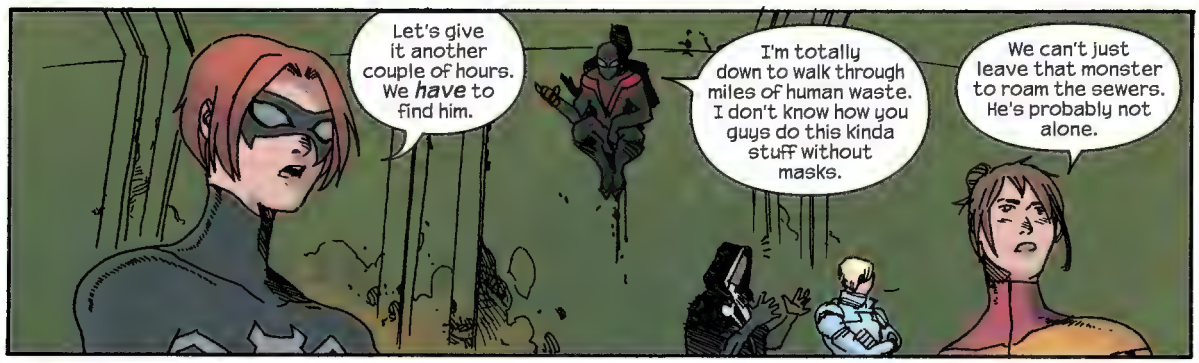
KR-CHOOMM
Hey, *whoa* there--
Quicker than he looks, this creature.
Cloak a.k.a. *Tyrone Johnson*-- Human conduit who can absorb/ channel the Darkforce. He can teleport, too.
Heads up, Dagger!

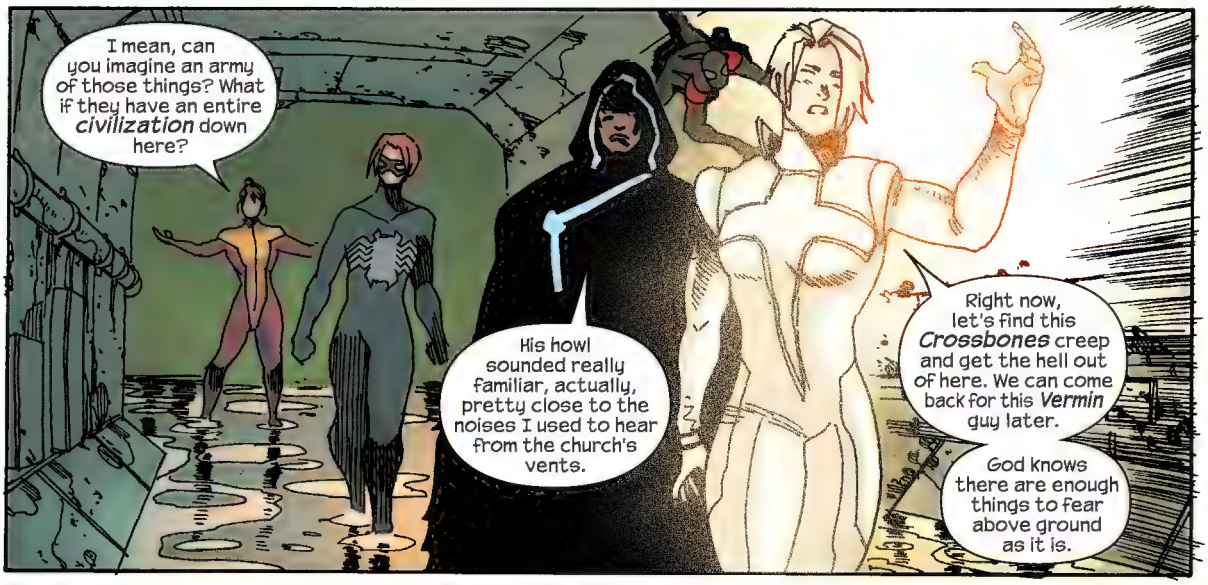
Jeez, thanks a bunch, Cloak!
Some boyfriend *you* are.

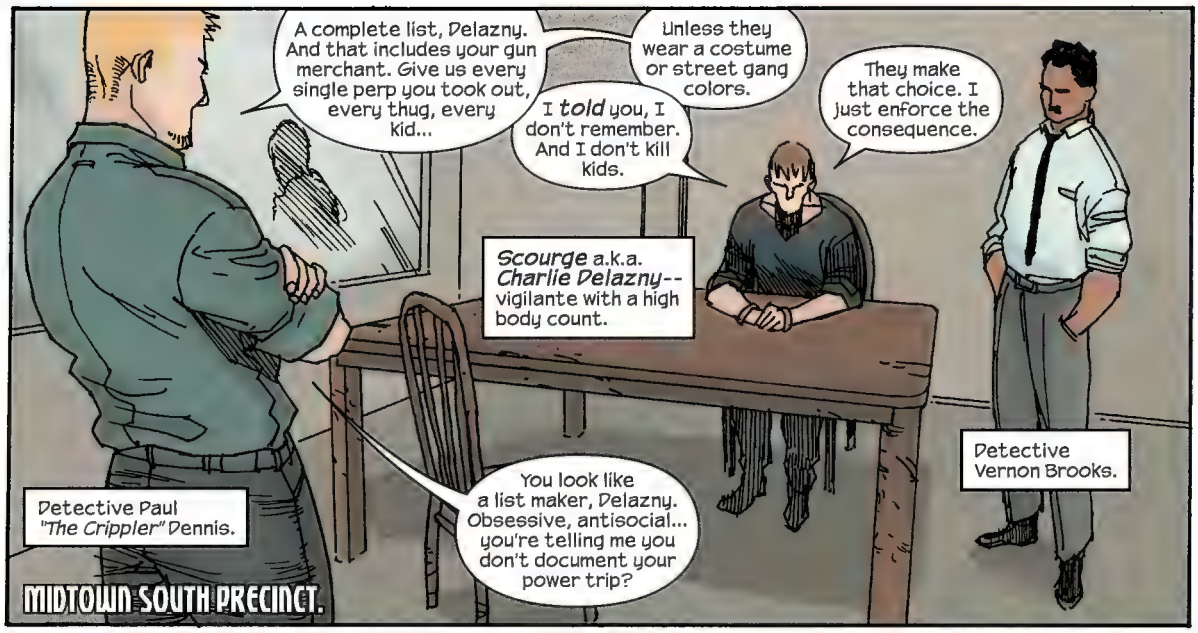

ZRRKASCHT

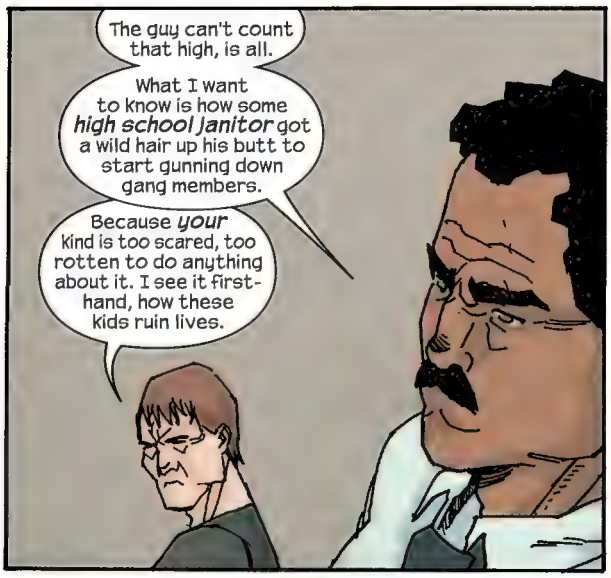
Wait, stop him!
That *barely* fazed him!
Sshraaaaaaaktktkt
Dagger a.k.a. *Tandy Bowen*--
A walking arsenal of living light generation and manipulation.

You could've at least blasted him with another--
Don't you even--! Like you couldn't teleport him out of the way to begin with.
C'mon, Ty, chucking him my way was uncalled for!
Look, that was freaky...we're all in shock. But we have to keep moving.
Maybe this Vermin monster got to Crossbones before we could.
His blood trail did kind of end around here.
He was bleeding all over the place...
He couldn't have gotten far...

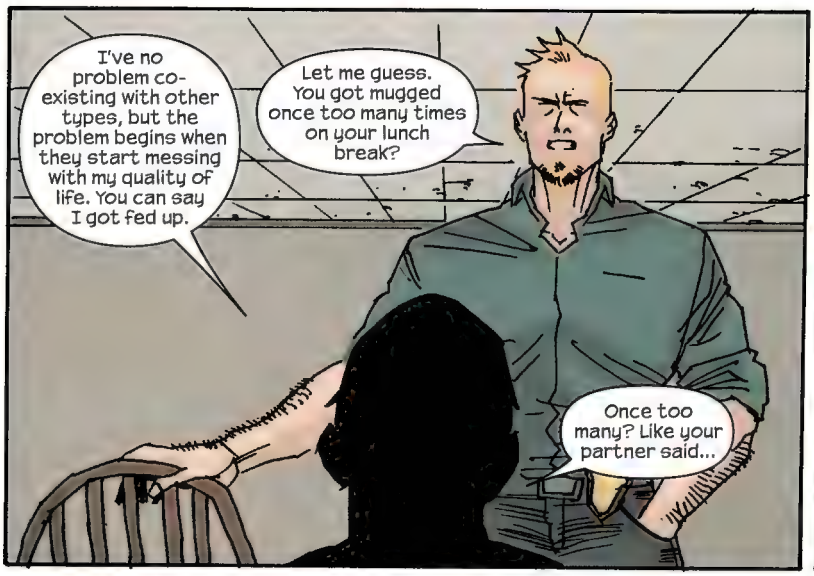

Let's give it another couple of hours. We have to find him.
I'm totally down to walk through miles of human waste. I don't know how you guys do this kinda stuff without masks.
We can't just leave that monster to roam the sewers. He's probably not alone.


I mean, can you imagine an army of those things? What if they have an entire civilization down here?
His howl sounded really familiar, actually, pretty close to the noises I used to hear from the church's vents.
Right now, let's find this Crossbones creep and get the hell out of here. We can come back for this Vermin guy later.
God knows there are enough things to fear above ground as it is.


A complete list, Delazny. And that includes your gun merchant. Give us every single perp you took out, every thug, every kid...
Unless they wear a costume or street gang colors.
I told you, I don't remember. And I don't kill kids.
They make that choice. I just enforce the consequence.
Scourge a.k.a. Charlie Delazny--vigilante with a high body count.
Detective Vernon Brooks.
Detective Paul "The Crippler" Dennis.
You look like a list maker, Delazny. Obsessive, antisocial... you're telling me you don't document your power trip?
MIDTOWN SOUTH PRECINCT.


The guy can't count that high, is all.
What I want to know is how some high school janitor got a wild hair up his butt to start gunning down gang members.
Because your kind is too scared, too rotten to do anything about it. I see it first-hand, how these kids ruin lives.

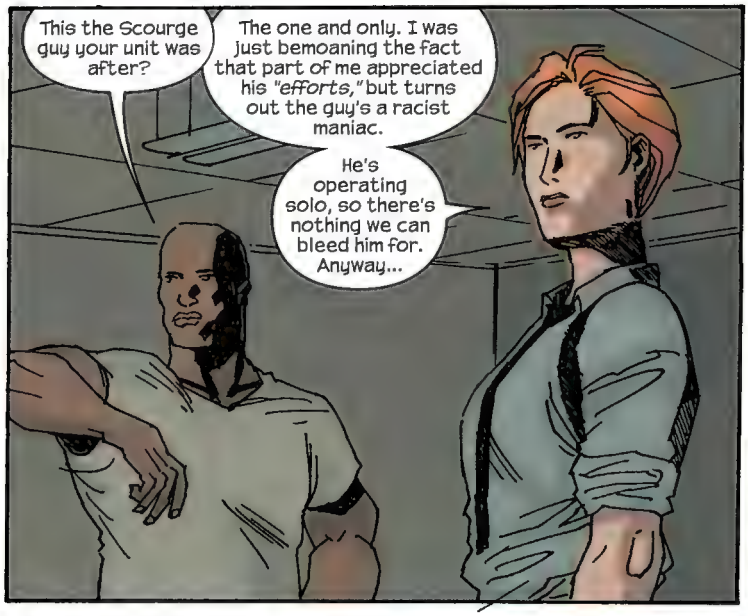
Tell me more about this "your kind" concept.
Tribe mentality, mob rule, criminals and authority--all the same. Apply it to race.
Coincidence most of these gangs are black or Puerto Rican or foreigners? Cops do squat to stop these freaks.


I've no problem co-existing with other types, but the problem begins when they start messing with my quality of life. You can say I got fed up.
Let me guess. You got mugged once too many times on your lunch break?
Once too many? Like your partner said...

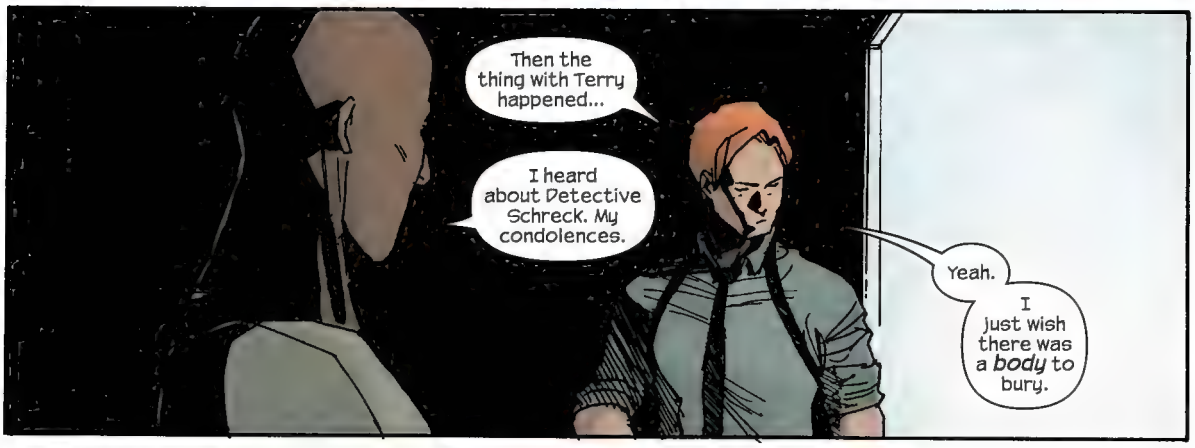
I can't count that high.

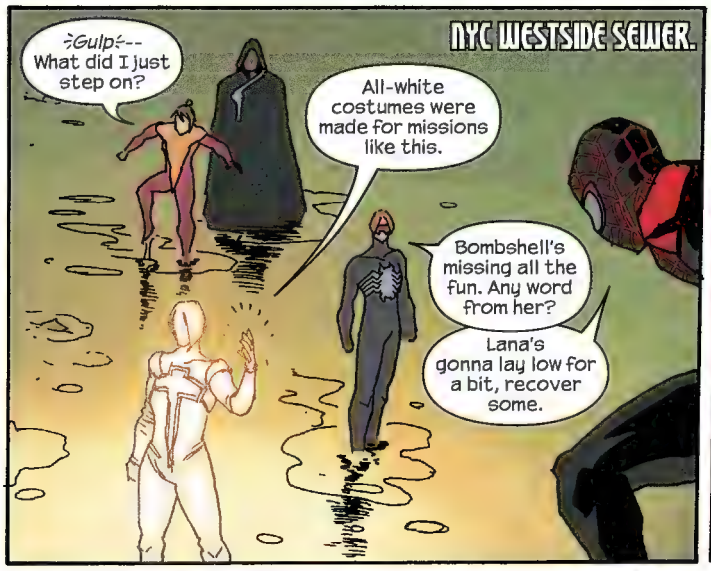
Detective Brigid O'Reilly--head of NYC's anti-gang unit.
Groannnn... oh, God, now I feel really embarrassed.
KNOCK KNOCK
Detective O'Reilly? Is this a bad time?

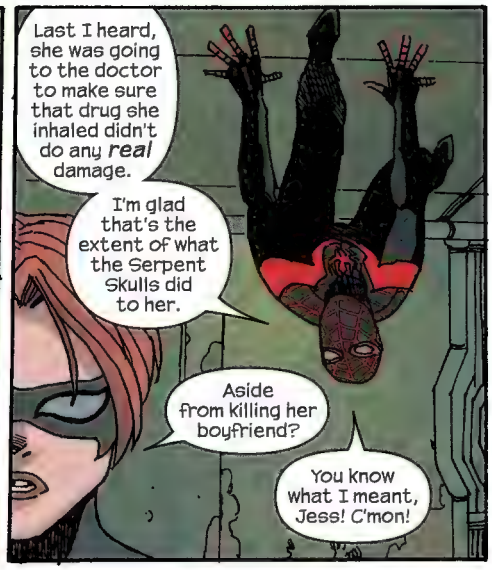
No, no! By all means, come in. You must be the Bengal. I appreciate your expedited transfer.
Glad I could lend a hand. Looks like I got here just in time for you to wrap up a case.
Detective Duc No Tranh a.k.a. "The Bengal."


This the Scourge guy your unit was after?
The one and only. I was just bemoaning the fact that part of me appreciated his "efforts," but turns out the guy's a racist maniac.
He's operating solo, so there's nothing we can bleed him for. Anyway...

You have to understand, we've been ordered from on-high to stand down and ignore all gangs.
Thought that was a rumor.
No such luck. Then this Scourge thing got out of hand, got gang related...

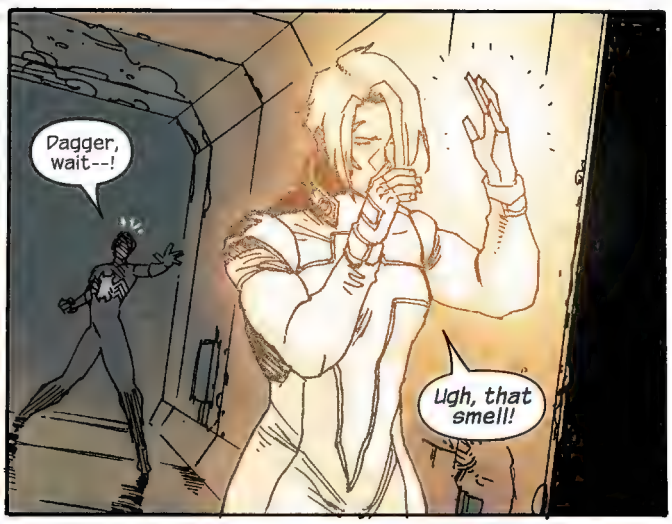

Then the thing with Terry happened...
I heard about Detective Schreck. My condolences.
Yeah.
I just wish there was a body to bury.

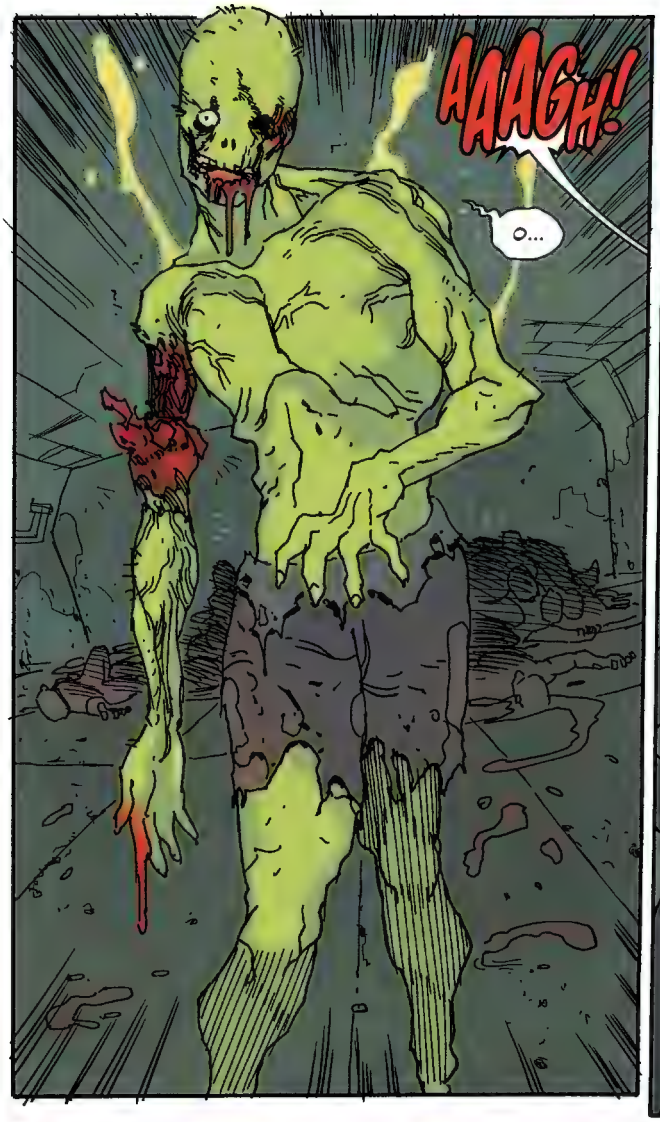

NYC WESTSIDE SEWER.
Gulp--
What did I just step on?
All-white costumes were made for missions like this.
Bombshell's missing all the fun. Any word from her?
Lana's gonna lay low for a bit, recover some.


Last I heard, she was going to the doctor to make sure that drug she inhaled didn't do any *real* damage.
I'm glad that's the extent of what the Serpent Skulls did to her.
Aside from killing her boyfriend?
You know what I meant, Jess! C'mon!

Oh, good! Just when I thought it was time to start heading back, we come upon a palace...
...and a trail...

...of some mystery gunk?


Dagger, wait--!
Ugh, that smell!

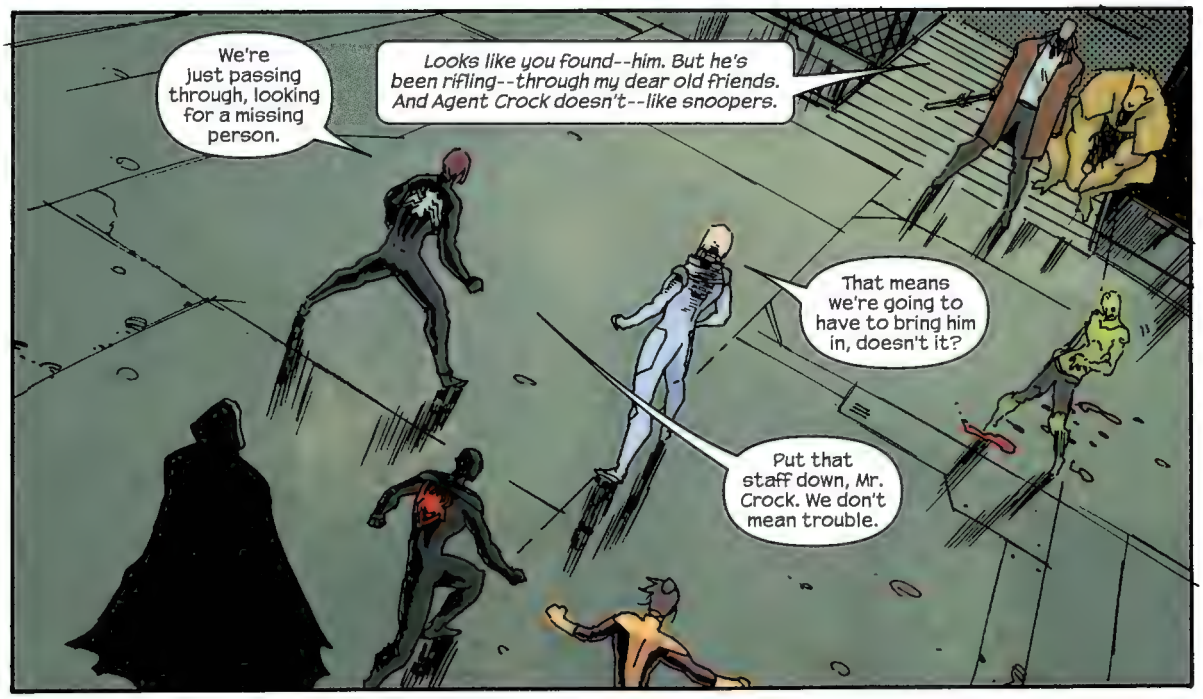

AAAGH!
O...

It's okay, he's probably more scared of us.
That... that's a pile of bodies behind him, isn't it?
Ultimates, brace yourselves.
Wait a minute, is that--?

It's that cop, Schreck! The cop that got maimed back in that alley.
Hey, man, can you hear me? Let's get you out of here, okay? Let's get you back to the hospital.
O... O'Reilly... where...

HALT!
ZAPHKT

I thought Vermin--would have taken care of--you trespassers. I see you have not--taken the hint.
SSSSSshrakkkkt


We're just passing through, looking for a missing person.
Looks like you found--him. But he's been rifling--through my dear old friends. And Agent Crock doesn't--like snoopers.
That means we're going to have to bring him in, doesn't it?
Put that staff down, Mr. Crock. We don't mean trouble.

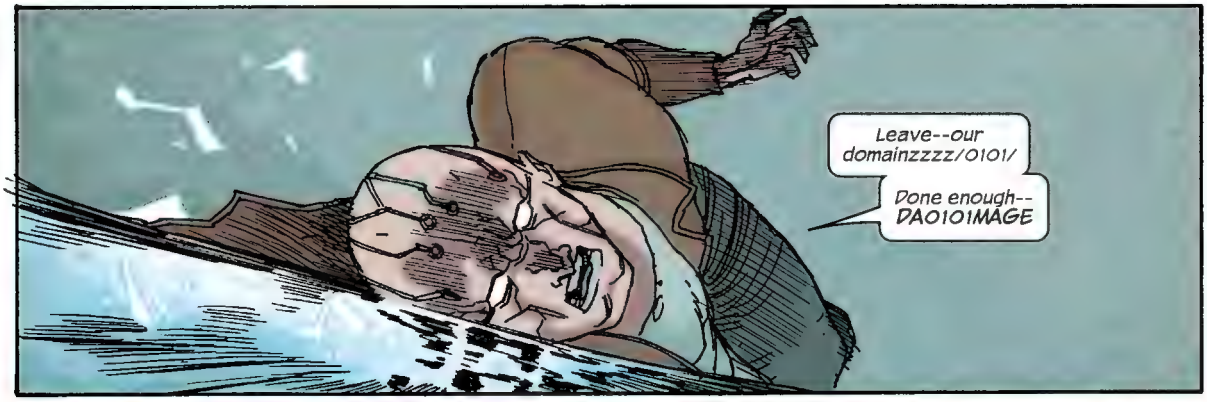
I don't think--you mean that.

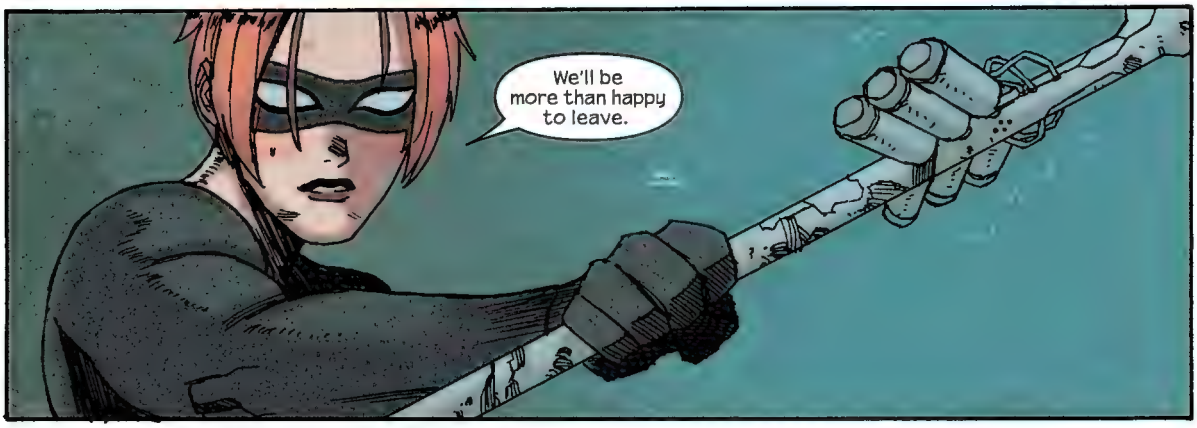
KPFT
Wait, I-- oof!
TRXX
Hey, don't you go anywhere!
KRK
Oh, God-- not you again!
WHAM
Children... nothing but ch-- AEGHK!
We were trying to be cool and calm, but now that we see your pile of "friends," you're done!

Dagger!
S'okay--not used to getting hit by my own blades.
ZAPTSHRT
You know not--what you speak of.
ZZZZTTTTCHH
Enough foolin' with strictly bargain basement here!
What have yZtzt/0101/z
ZTZTZ01 010TZTZTZ
Hmrr?!
hHraaaaarrrr!
ztztVERMINO101NO

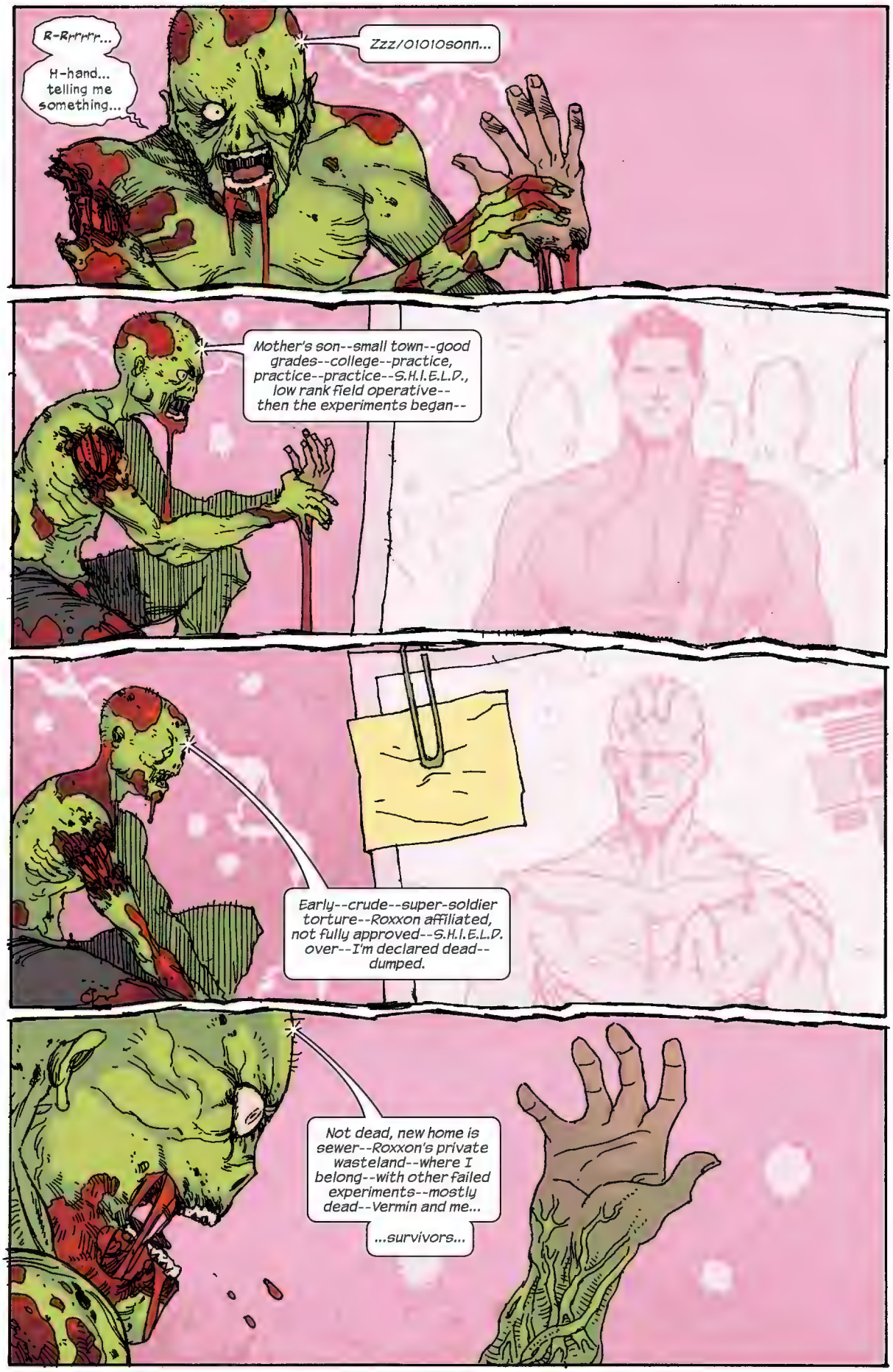
...han-hanDUHK...
PLPSH

Why Crock hurrrrr--VERrrrMIN?

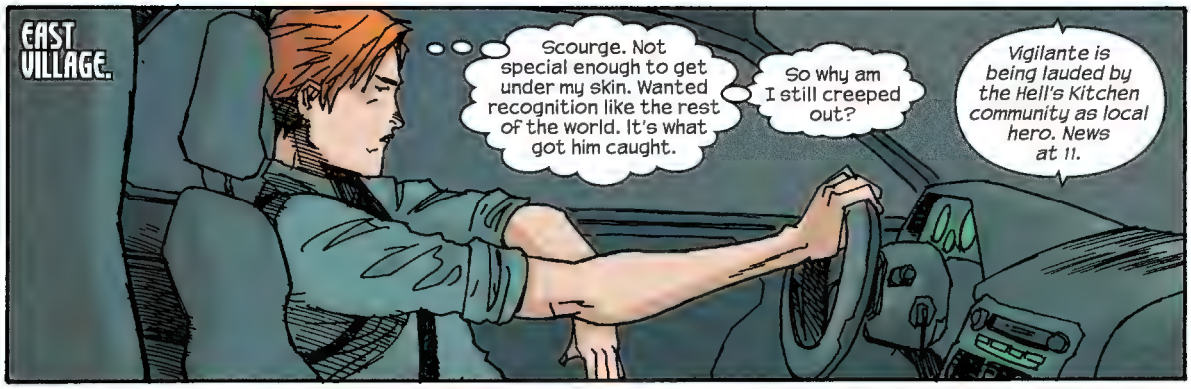

Leave--our domainzzzz/0101/
Done enough--DA0101MAGE


We'll be more than happy to leave.

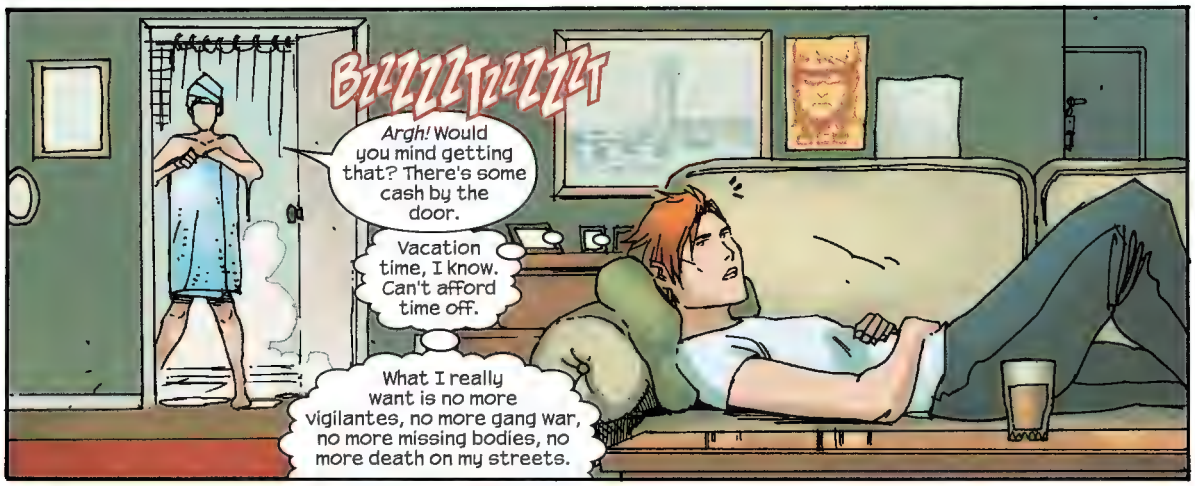
But first--
--this loose end.
THR-
ZZZZ!
THWMP


R-Rrrrr...
H-hand... telling me something...
Zzz/01010sonn...
Mother's son--small town--good grades--college--practice, practice--practice--S.H.I.E.L.D., low rank field operative--then the experiments began--
Early--crude--super-soldier torture--Roxxon affiliated, not fully approved--S.H.I.E.L.D. over--I'm declared dead--dumped.
Not dead, new home is sewer--Roxxon's private wasteland--where I belong--with other failed experiments--mostly dead--Vermin and me...
...survivors...

...survivors...
Live here--left people alone--sometimes we would steal but not all the time.
Steal food--supplies--from mole people--underground families--we had to live, too--we were kings...
We are part of the body count.
Sewer--S.H.I.E.L.D.--small town.


EAST VILLAGE.
Scourge. Not special enough to get under my skin. Wanted recognition like the rest of the world. It's what got him caught.
So why am I still creeped out?
Vigilante is being lauded by the Hell's Kitchen community as local hero. News at 11.

New guy seemed decent. I hear the Bengal was sent to us as the dregs of his department. We can certainly use some excessive force.
Huh. Wonder what my goofy nickname should be.

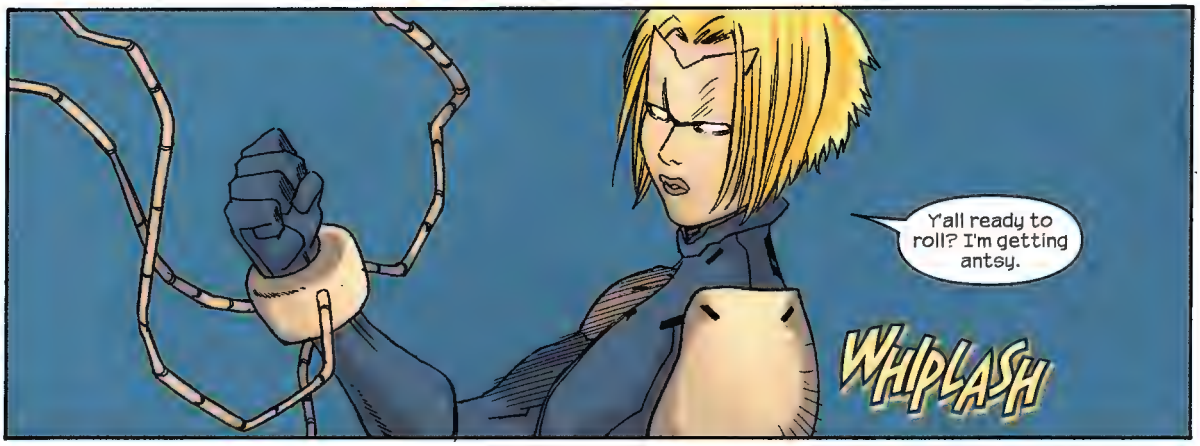

BZZZZZTZZZZZT
Argh! Would you mind getting that? There's some cash by the door.
Vacation time, I know. Can't afford time off.
What I really want is no more vigilantes, no more gang war, no more missing bodies, no more death on my streets.

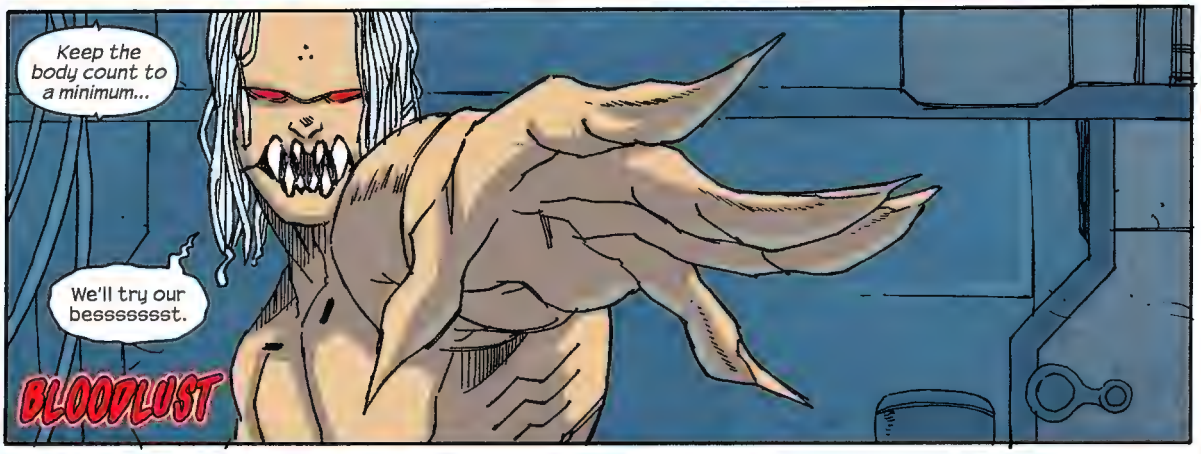
BZZZZZTZZZZZT
It's Mexican-- you can have some if you want!
Not my streets. Not my business. Better off being a mindless little soldier instead of caring too much.
Not smart to care. Quickest way to heartbreak.

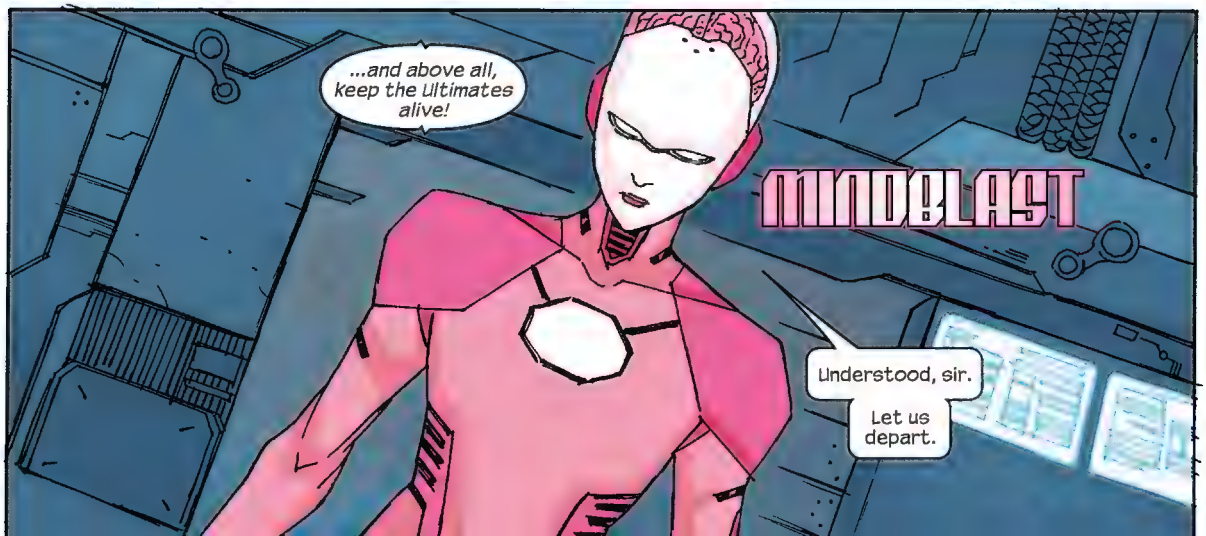
I...
...should've... c-called first, O'Reilly.

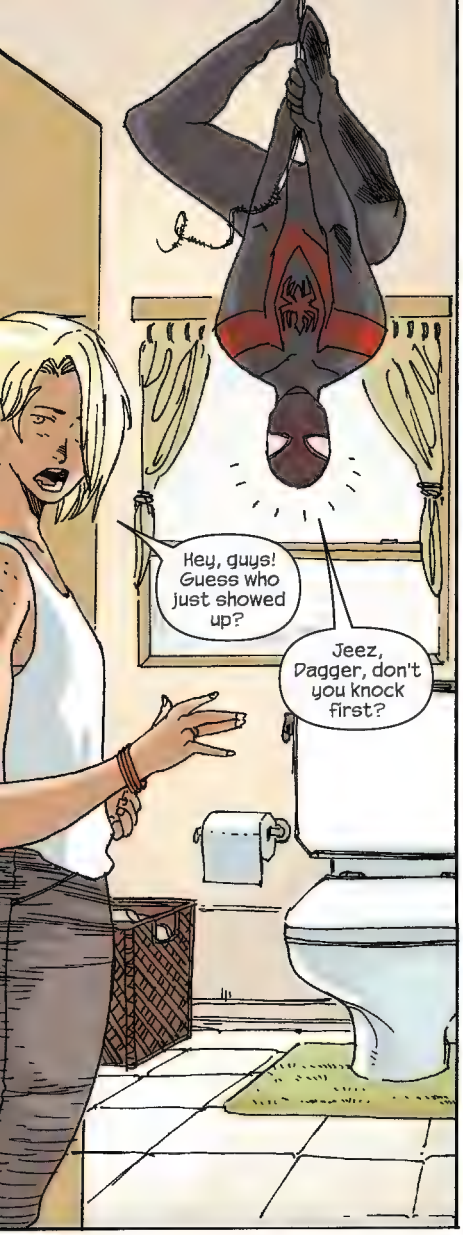
D.NA
5.2K14

MANHATTAN, UNDISCLOSED LOCATION.
Remember: Get in, get out.
Kinda difficult when we're supposed to make a grand--
You'll figure it out, sister.
KNOCKOUT

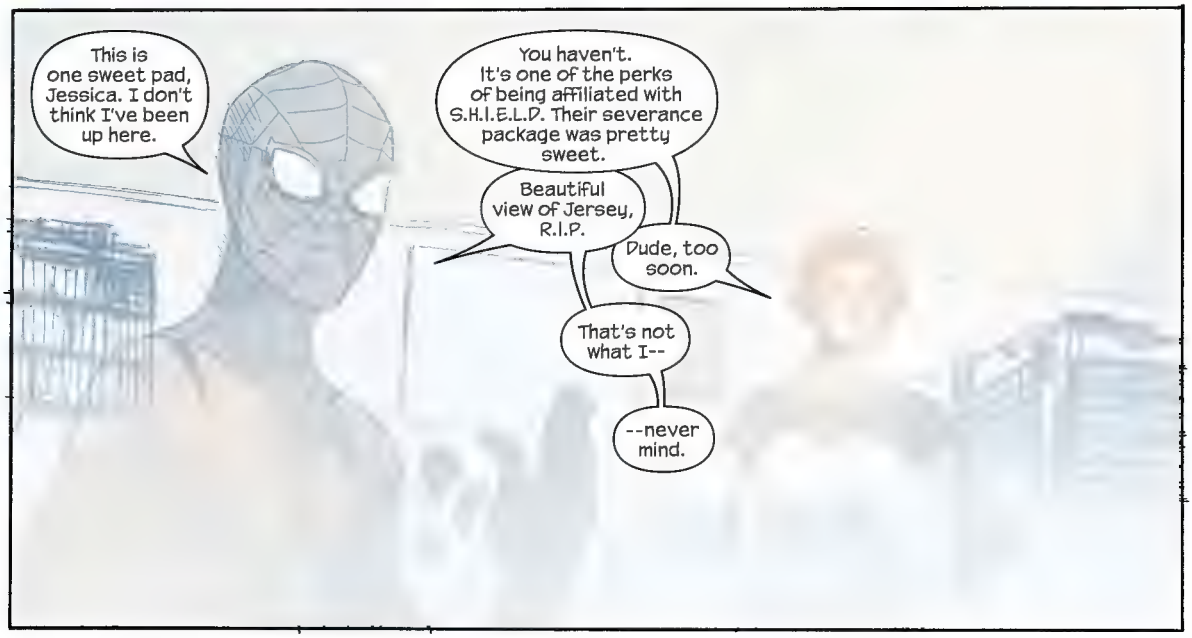

Y'all ready to roll? I'm getting antsy.
WHIPLASH

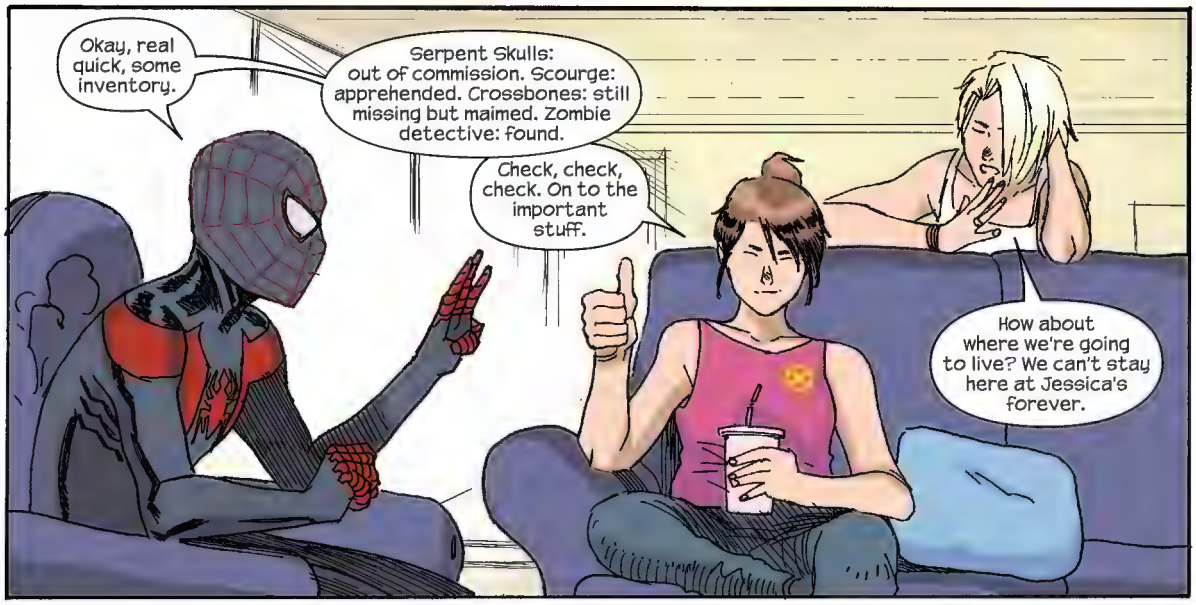

Keep the body count to a minimum...
We'll try our bessssssst.
BLOODLUST

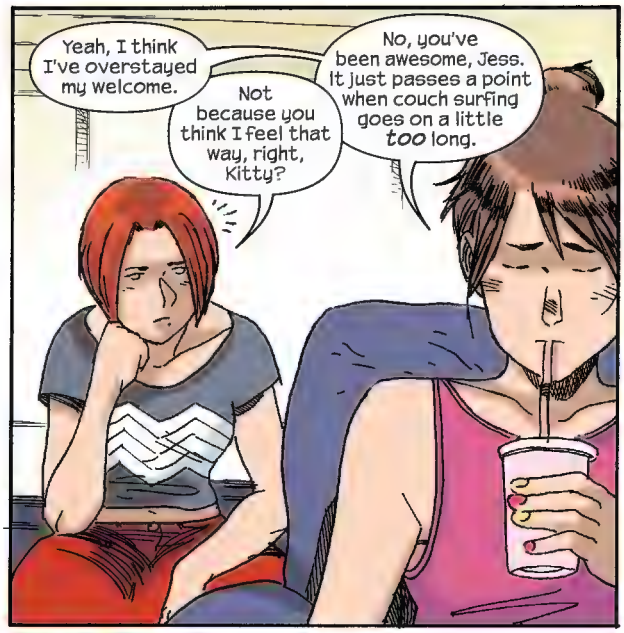

...and above all, keep the Ultimates alive!
MINDBLAST
Understood, sir.
Let us depart.


Hey, guys! Guess who just showed up?
Jeez, Dagger, don't you knock first?

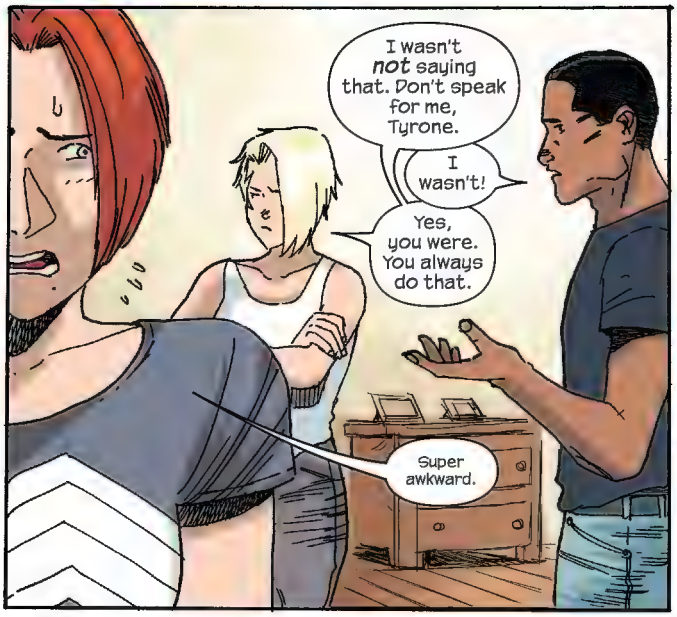
JESSICA DREW'S APARTMENT. CHELSEA, NEW YORK CITY.
How's it going, guys? Hope you don't mind that I got here a little earlier than we planned.
You know what? It's always so pleasant seeing you all while *not* dodging bullets or certain death.
Jessica Drew/ Black Widow
Kitty Pryde
Miles Morales/ Spider-Man
Tandy Bowen/ Dagger
Tyrone Johnson/ Cloak


This is one sweet pad, Jessica. I don't think I've been up here.
You haven't. It's one of the perks of being affiliated with S.H.I.E.L.D. Their severance package was pretty sweet.
Beautiful view of Jersey, R.I.P.
Dude, too soon.
That's not what I--
--never mind.


Okay, real quick, some inventory.
Serpent Skulls: out of commission. Scourge: apprehended. Crossbones: still missing but maimed. Zombie detective: found.
Check, check, check. On to the important stuff.
How about where we're going to live? We can't stay here at Jessica's forever.


Yeah, I think I've overstayed my welcome.
Not because you think I feel that way, right, Kitty?
No, you've been awesome, Jess. It just passes a point when couch surfing goes on a little too long.

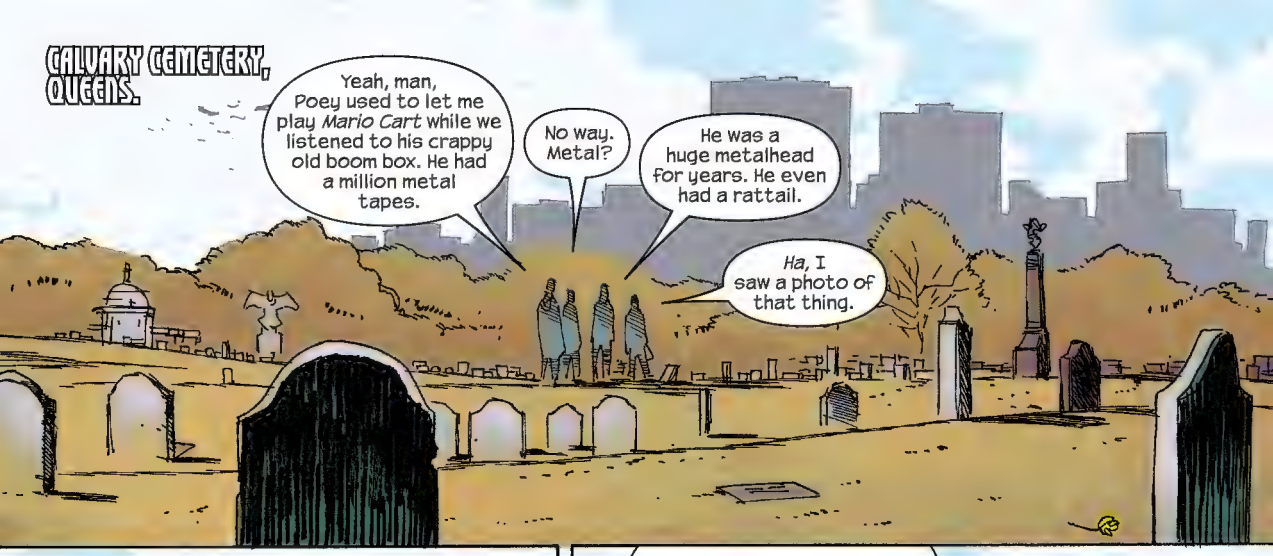
Well, you're always welcome here. You all are.
I'm sorry I don't have a bigger place.
It's been good so far! I mean, privacy would be nice...
We really appreciate you putting us up, Jessica, is what Tandy is trying to say.

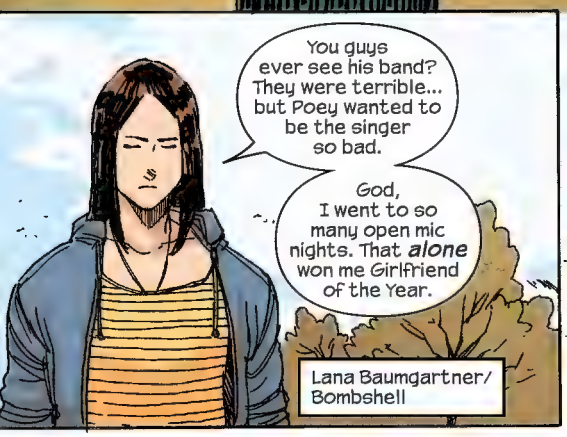

I wasn't not saying that. Don't speak for me, Tyrone.
I wasn't!
Yes, you were. You always do that.
Super awkward.

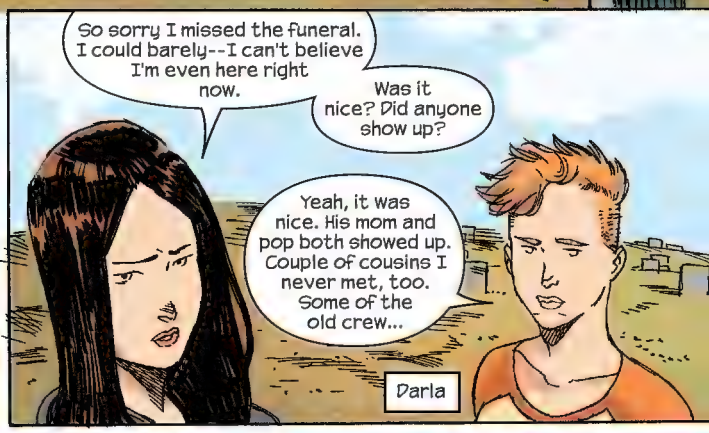
Hey, uh--there's a reason I called this impromptu meeting. I have some news that might be really helpful to us.
You're hilarious.
You're quitting the team?

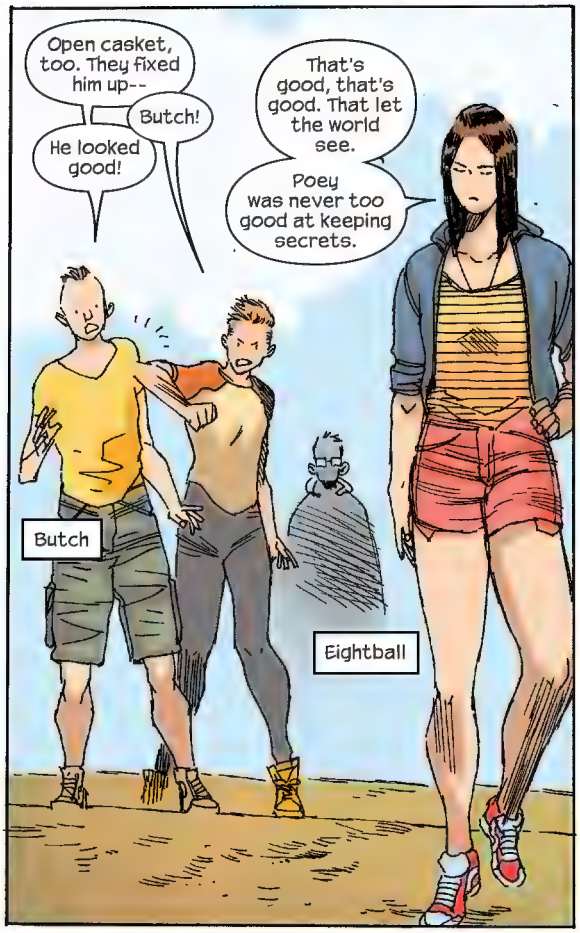
A while back, around the cataclysm, me and Jessica saved J. Jonah Jameson's life... and he offered to help me--help *us*--any way he could.
Which entails--?
I don't know, which is why I didn't even mention it at first because...not that I thought it was an empty promise, but--
We didn't know what the terms and conditions were.
I mean, we were in the middle of a crash site trying to save other lives, too.
Not the ideal place to talk financial logistics, y'know?
Right. We had no idea if strings would be attached or what the catch was. We sorta assumed JJJ was just in shock.
Buuut I have reason to believe he wasn't kidding. I was thinking then that maybe JJJ can--I dunno, fund us? Or build us a headquarters?
Not the worst idea I've heard.
Would that make him our leader or something? Like, we all have to go on the missions he picks for us?
Or go on press tours? Or dictate who's on the team?
That's why we have to talk about this, and then go to him knowing exactly what we want.

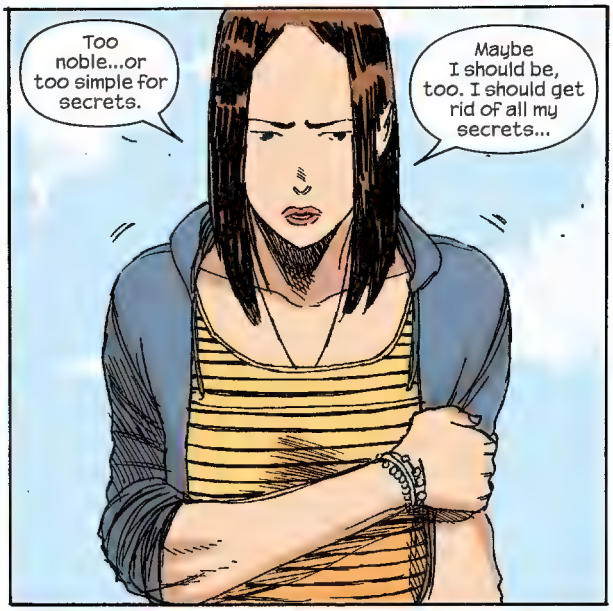
The man's got money and he wants to spend some of it on us. Why stop him? *He owes us his life!*
--is the way *he* phrased it.
So let me get this straight.
You're telling me that JJJ could've had a secret mansion built for us while I was breathing mold...
...and "*showering*" with a busted pipe that mostly ran rusty water?!
You didn't seem to mind it too much.
It's called *not whining.*
Wow, you guys have definitely been around each other for too long.
Call up JJJ now and get us some condos!
This is going to take all afternoon, isn't it? Lana doesn't know what she's missing.
Uh-uh. We'll catch her up. I just hope she's feeling better, wherever she is.

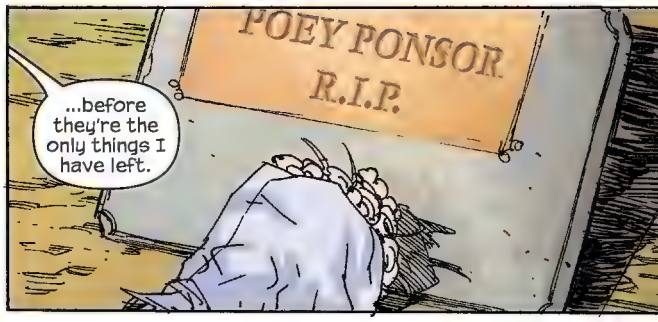

CALVARY CEMETERY, QUEENS.
Yeah, man, Poey used to let me play *Mario Cart* while we listened to his crappy old boom box. He had a million metal tapes.
No way. Metal?
He was a huge metalhead for years. He even had a rattail.
Ha, I saw a photo of that thing.


You guys ever see his band? They were terrible... but Poey wanted to be the singer so bad.
God, I went to so many open mic nights. That *alone* won me Girlfriend of the Year.
Lana Baumgartner/ Bombshell


So sorry I missed the funeral. I could barely--I can't believe I'm even here right now.
Was it nice? Did anyone show up?
Yeah, it was nice. His mom and pop both showed up. Couple of cousins I never met, too. Some of the old crew...
Darla


Open casket, too. They fixed him up--
Butch!
He looked good!
That's good, that's good. That let the world see.
Poey was never too good at keeping secrets.
Butch
Eightball


Too noble...or too simple for secrets.
Maybe I should be, too. I should get rid of all my secrets...


POEY PONSOR
R.I.P.
...before they're the only things I have left.

How about health benefits? Dental?
CHELSEA.
Security clearance, here and abroad...
I should start writing this down.
I'm not kidding when I say fighter jet.
KRAAM
That sounded like--
--Hell's Kitchen.

Run, peasants!
These people are so grosssss. This neighborhood deservessss a cleansing.
Class state moot. Meet objective by any means.
KROON
Ain't gonna lie t'ya: I can do this all day.
Come out here, heroes! Come out and meet the...
FEMME FATALES!

Here, read the fine print.
AAAAAAA!
Heads-up!
OHMYGOD OHMYGOD!
KRASHSH
Femme Fatales? They don't sound familiar to me. And I've read up on a lot of C-listers.
You guys all right?
uhuhuhuh
That exploding car doesn't seem C-list.
Oh, anyone can do that.

What's a strong female lead doing around these parts, terrorizing innocents?
Here, let me help you off that high horse.
I can get off of it on my own--
KLANG
PUFF
--thank you very *much!*
BLP
Punching me in solidarity, I see.
Next time, put a little more *oomph* into it.

Don't move!
Wouldn't dream of it, darlin'.
FZFZFZ
Wasn't talking to you, creep.
You're just dying to get on my last nerve, huh?
Well, I won't let'cha.
Yer just too darn adorable.
BLP

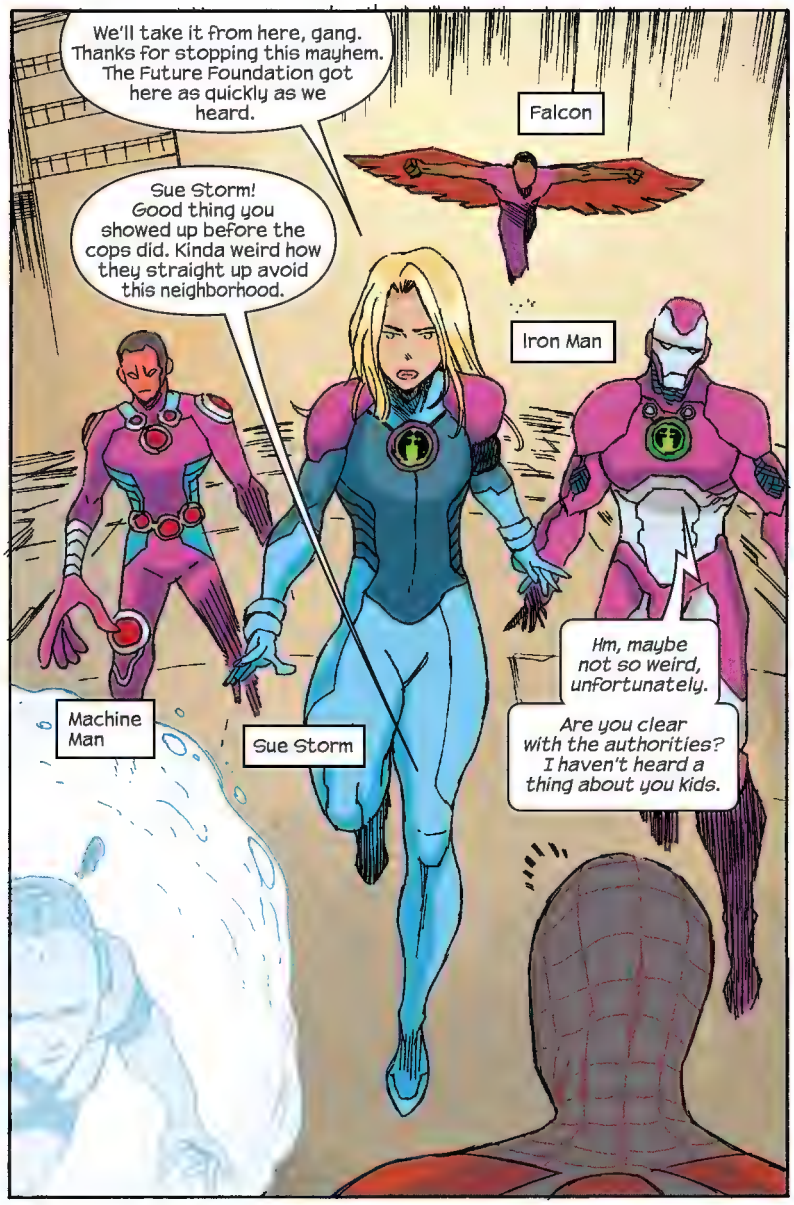
Lady, you really should get those checked out.
Urngh!
SLAH
Believe it or not, boy, I'm not here to kill you.
At leasssssst not in any traditional senssse.
BLP
Too bad.
I'm a sucker for tradition.
THWIP
THWIP

Dagger, hold on!
I know what I'm doing!
We need to plan an attack!
My plan is to kick this lady's--
SKRRZTZ
UNGH!
Almost a waste, this exercise.
Amateurs as opponents. Upon further inspection--
BLP
--mere children.
AAAAHHHHH!

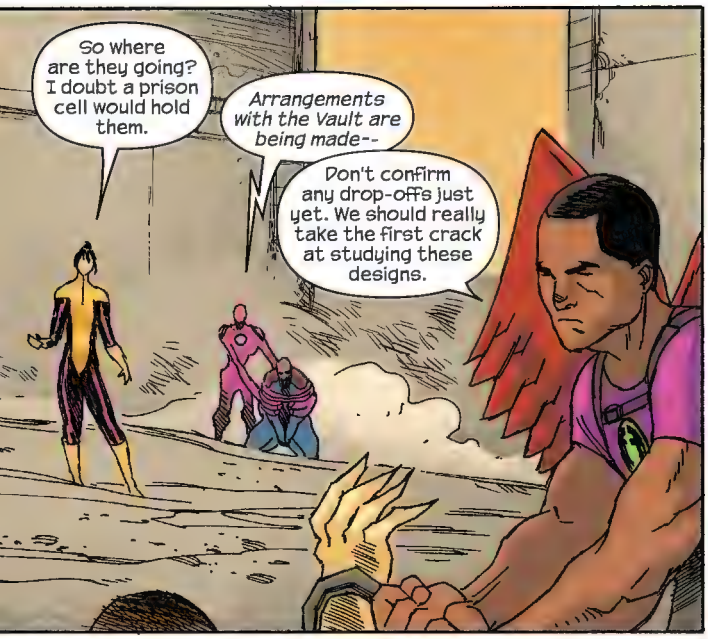
Time to put the kibosh on this here barn burner.
Aaahhh!
SWAK
Raaahrr
Tentacles is all you, Spider-Man! I got this!
HURRLP--!
THWP
Won't argue with your High Density Sleeper Hold, K!

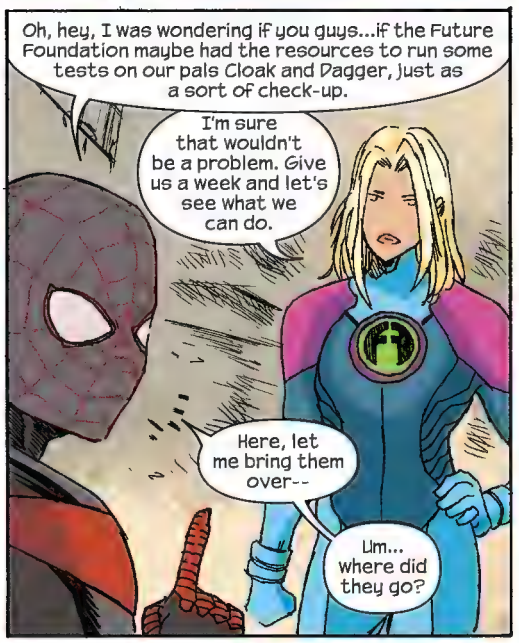
Mission accomplished.
Final analysis.
Worthless.
BIP
KRAKT
Doesn't take much to make you spit teeth then, huh?
Disobey direct order.
Terminate.

KR-
-ZKRRZK
THROOKM
GRKLK
"Oh, yes, officers, don't worry about it. We took care of it.
"Want us to drop these gals off at the station, too? Sure, noooo problem.
"What color bow tie do you want on that?"
Please, no bow ties.

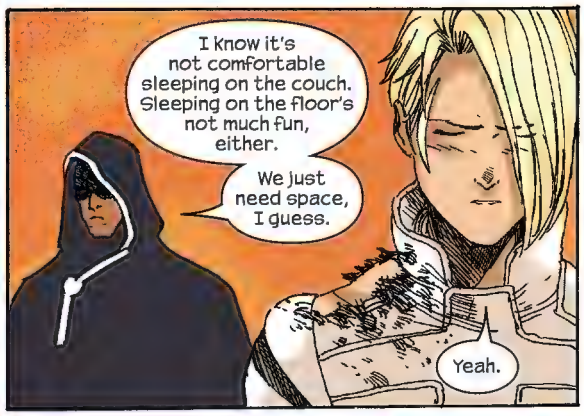

We'll take it from here, gang. Thanks for stopping this mayhem. The Future Foundation got here as quickly as we heard.
Falcon
Sue Storm! Good thing you showed up before the cops did. Kinda weird how they straight up avoid this neighborhood.
Iron Man
Machine Man
Sue Storm
Hm, maybe not so weird, unfortunately.
Are you clear with the authorities? I haven't heard a thing about you kids.

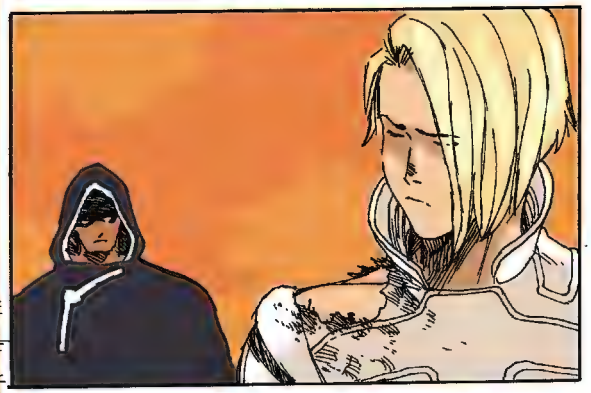
We've been pretty busy. We'll get better at PR, Tony, I promise.
It's not about PR, Jessica. You have to be officially sanctioned by the police department.
Or not. But why go that route with your S.H.I.E.L.D. cachet?
I know, I know...

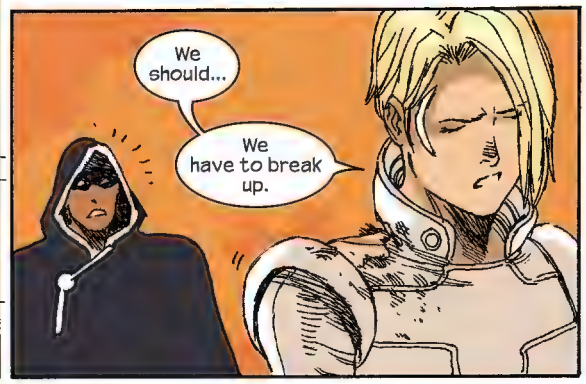

So where are they going? I doubt a prison cell would hold them.
Arrangements with the Vault are being made--
Don't confirm any drop-offs just yet. We should really take the first crack at studying these designs.


Oh, hey, I was wondering if you guys...if the Future Foundation maybe had the resources to run some tests on our pals Cloak and Dagger, just as a sort of check-up.
I'm sure that wouldn't be a problem. Give us a week and let's see what we can do.
Here, let me bring them over--
Um... where did they go?

I've been building my resiliency, or else I would've been fried back there. But *you*...
...what if that blast had landed a few inches closer to you, Tandy? You'd be dead. You being mad at me almost got you *killed!*
What's your problem been lately, anyway? You've been snapping at me pretty much since the church burned down.

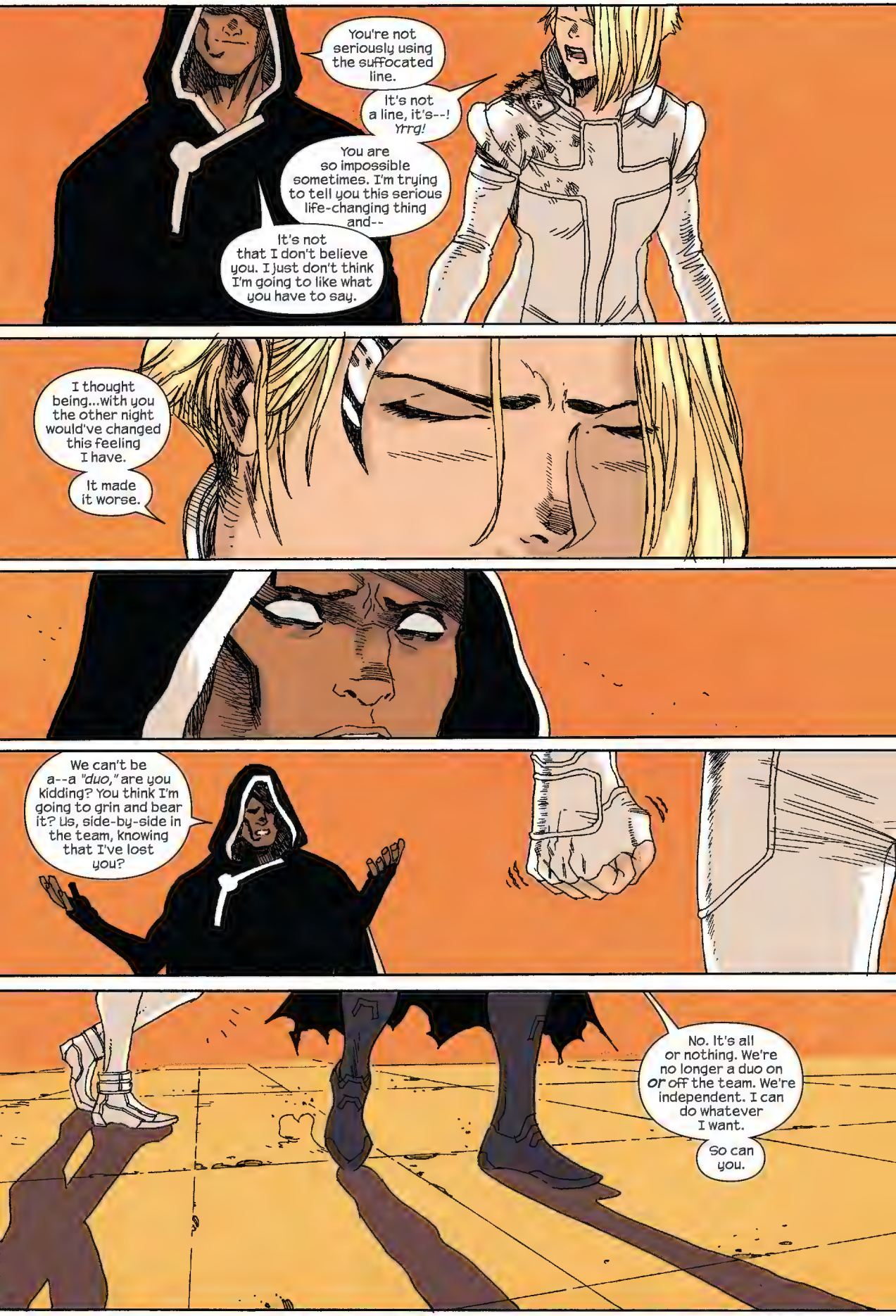

I know it's not comfortable sleeping on the couch. Sleeping on the floor's not much fun, either.
We just need space, I guess.
Yeah.

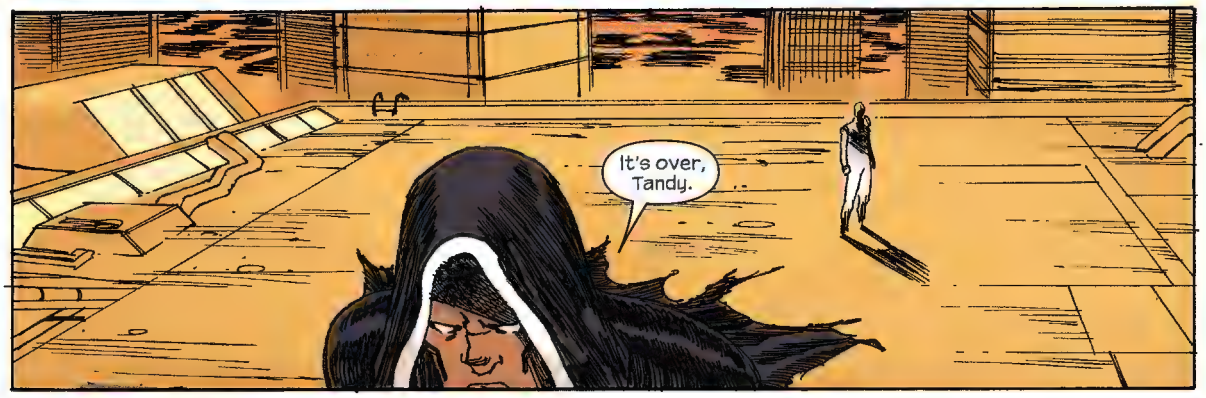



We should...
We have to break up.

What?
It's just not working.
We're a mess... *I'm* a mess...and I'm angry and I don't want to hate you.

It's the team, isn't it? We should quit and run away.
It's not the team. We can *still* be in the team.
Maybe we can still be a duo, just not a couple.
I'm sick of running away, Ty. Sick of feeling locked into this life. Sick of feeling suffocated.


You're not seriously using the suffocated line.
It's not a line, it's--! Yrrg!
You are so impossible sometimes. I'm trying to tell you this serious life-changing thing and--
It's not that I don't believe you. I just don't think I'm going to like what you have to say.
I thought being...with you the other night would've changed this feeling I have.
It made it worse.
We can't be a--a "duo," are you kidding? You think I'm going to grin and bear it? Us, side-by-side in the team, knowing that I've lost you?
No. It's all or nothing. We're no longer a duo on or off the team. We're independent. I can do whatever I want.
So can you.

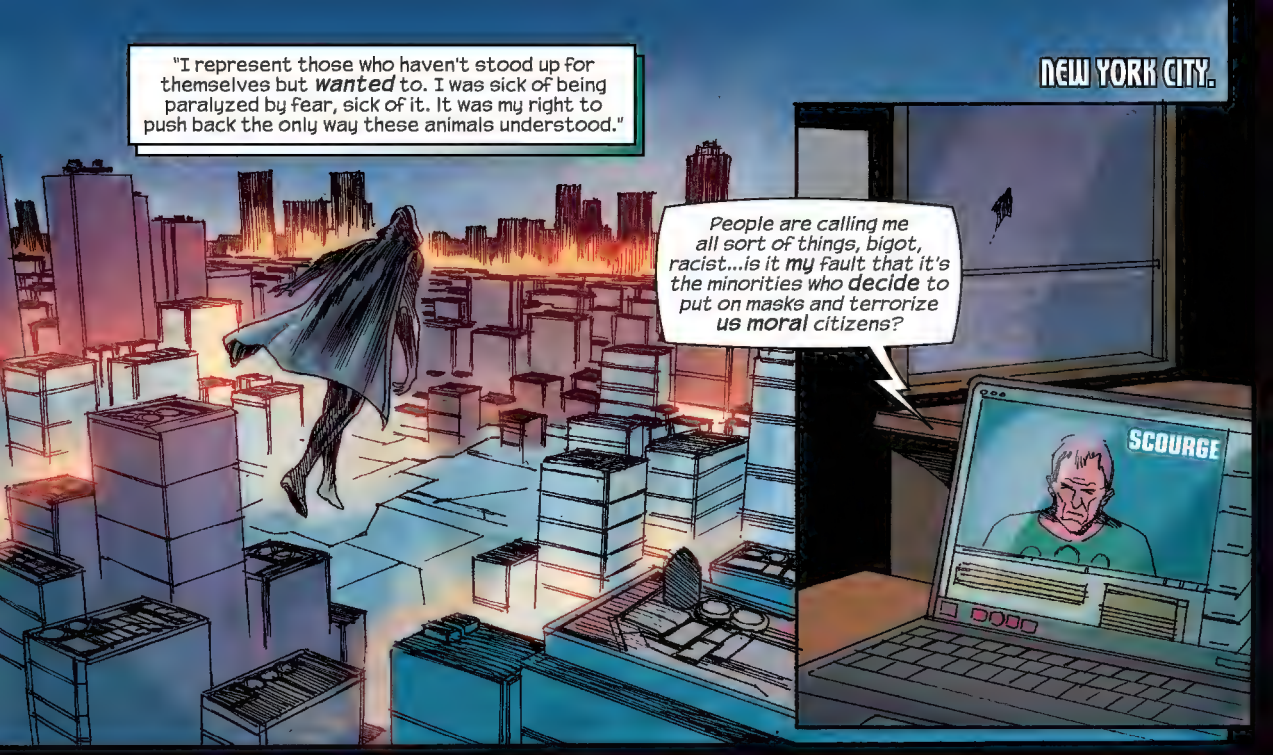


"It's over."

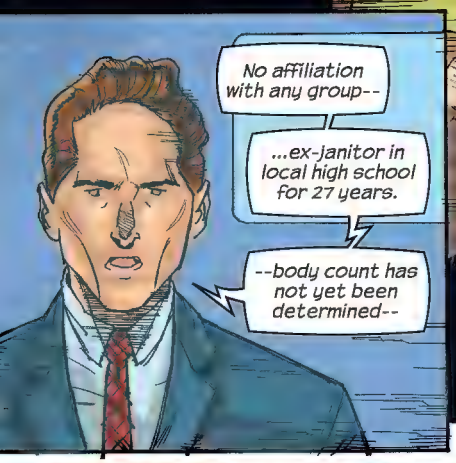
BLP BLP

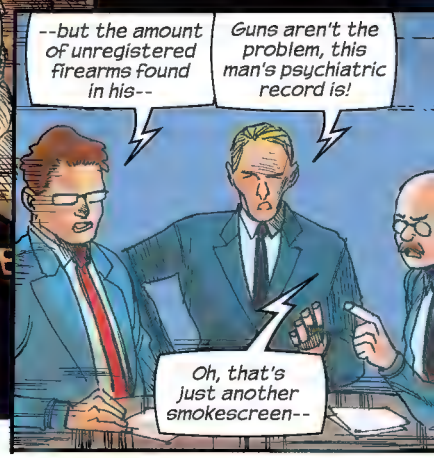
BLP BLP

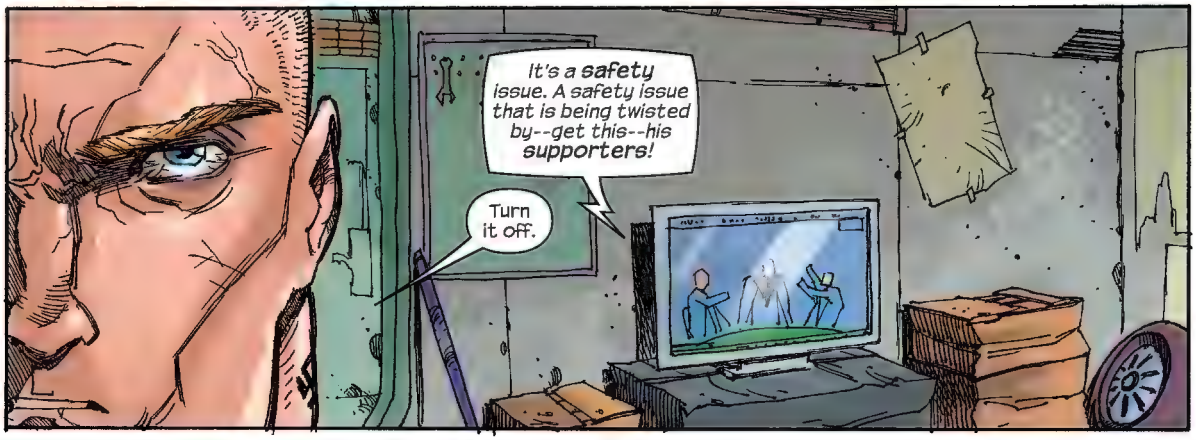
D.NA
5.9K14



THE TRIAL OF SCOURGE



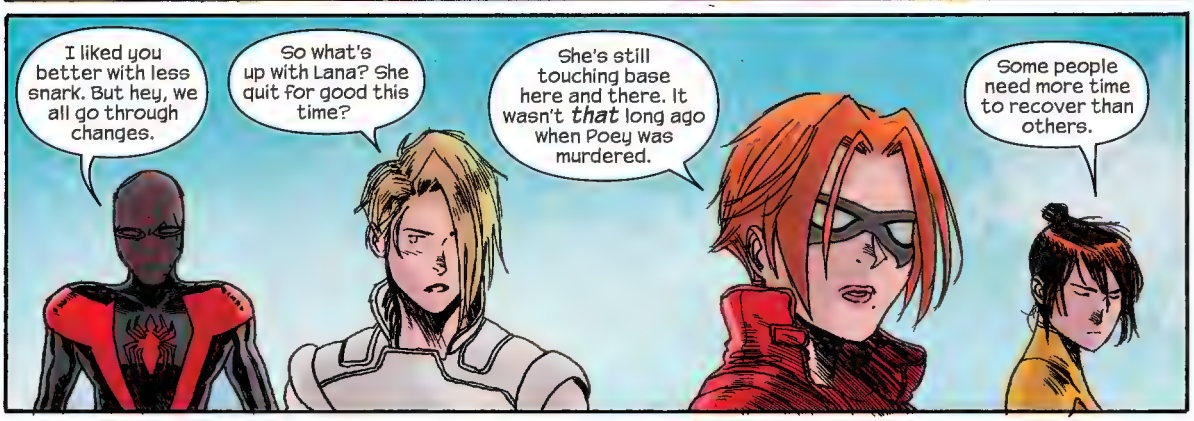


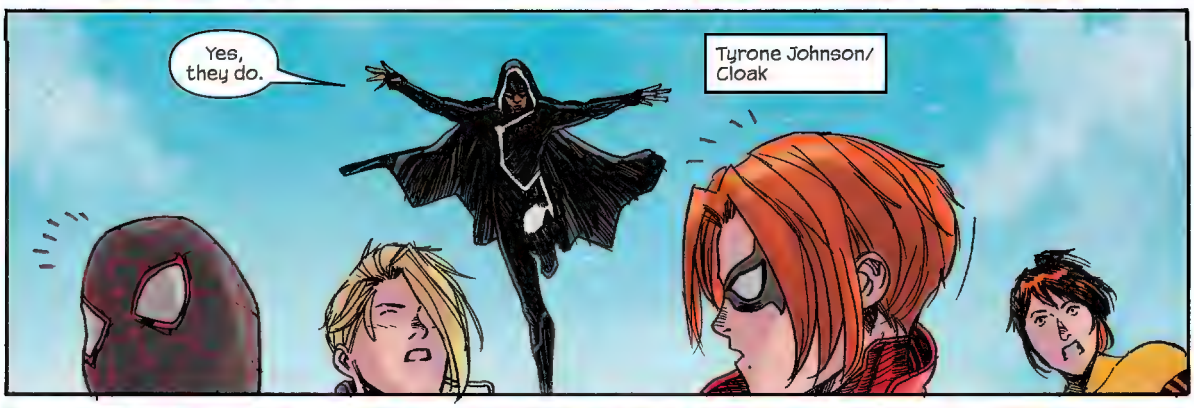


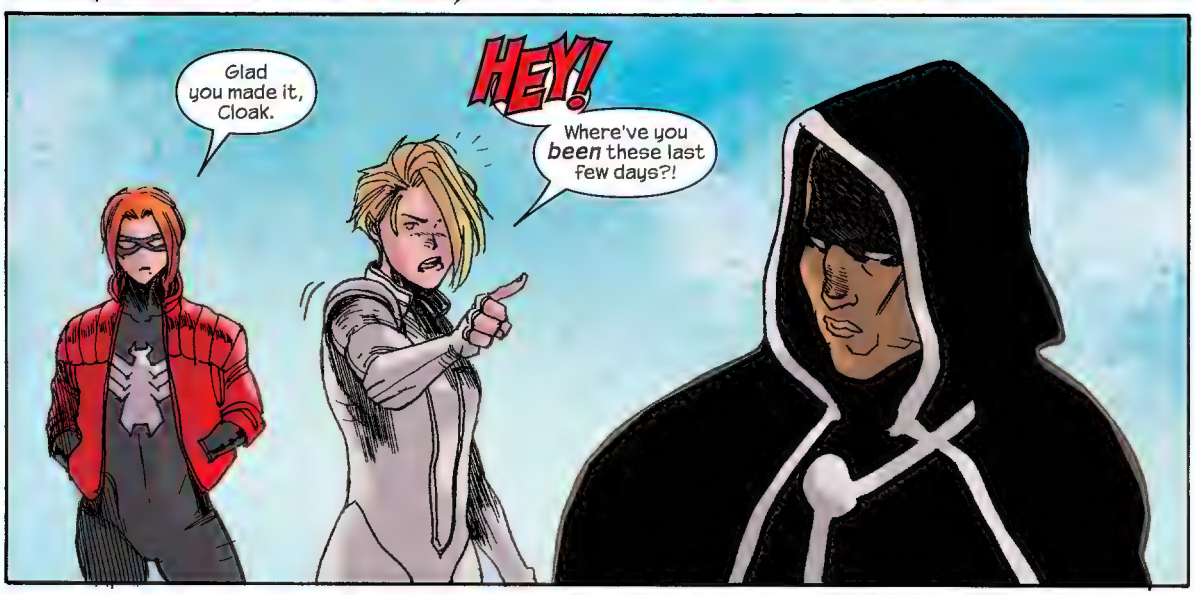
WATCHDOG HEADQUARTERS, PITTSBURGH.
Is Walker ready?
Yup. All's goin' as planned.
Noon pickup.
Good, good. This should be a simple enough mission.
Dixon, double-check the RPGs then let's get a move on. We got a long drive ahead.
On it.
Man, I hate New York.
You can back out now if yer sc'red.
S'all good.
Aw, New York's all right...
...if you like saxophones.
Double-checked and ready to go!
Okay, listen up! Field leader Simmons has a few words.
You all know your positions. Once Walker says the word, we make our move. We hit 'em hard, get out quick. No hesitation.
You do as I say no matter what.
Watchdogs--
--mount up.
Today, we gain a brother.

MEANWHILE...
BACK IN MANHATTAN.
Jessica Drew/ Black Widow
Pretty nice out there.
Being reduced to talking about the weather, huh? That's cool.
What, it's nice! You're right, let's talk about... I don't know... sports teams?
"Teams"?
I'm just saying let's take it all the way. Let's be all like...
Affirmative.
Ultimates. On. Patrol.
New. York. City.
Tandy Bowen/ Dagger
Is that a cyborg voice or an android voice?
Cyborgs aren't--! Uh, I'm not falling for that.
Kitty Pryde
Miles Morales/ Spider-Man

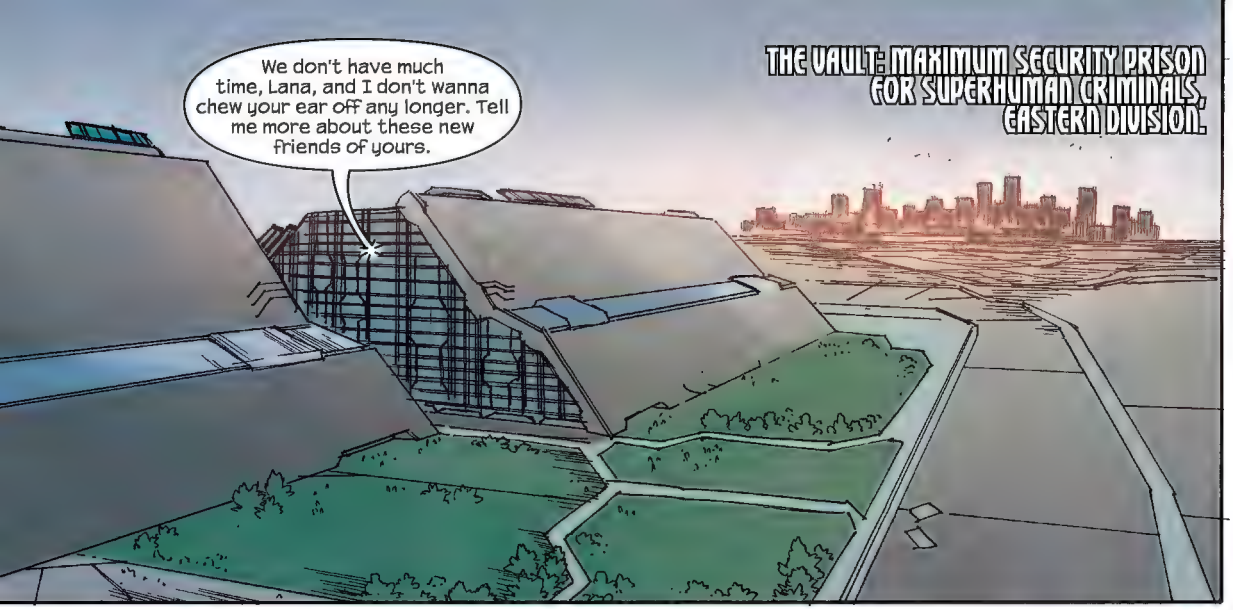
I still feel bad about the other day...
...because who's going to fix all the damage we caused? Are we getting billed or something?
A company called Damage Control usually takes care of heavy reconstruction. I don't know who they bill, though...
Oh, I thought you were talking about your fight with Cloak.
Pretend I'm speaking in metaphors if it makes you feel any better.

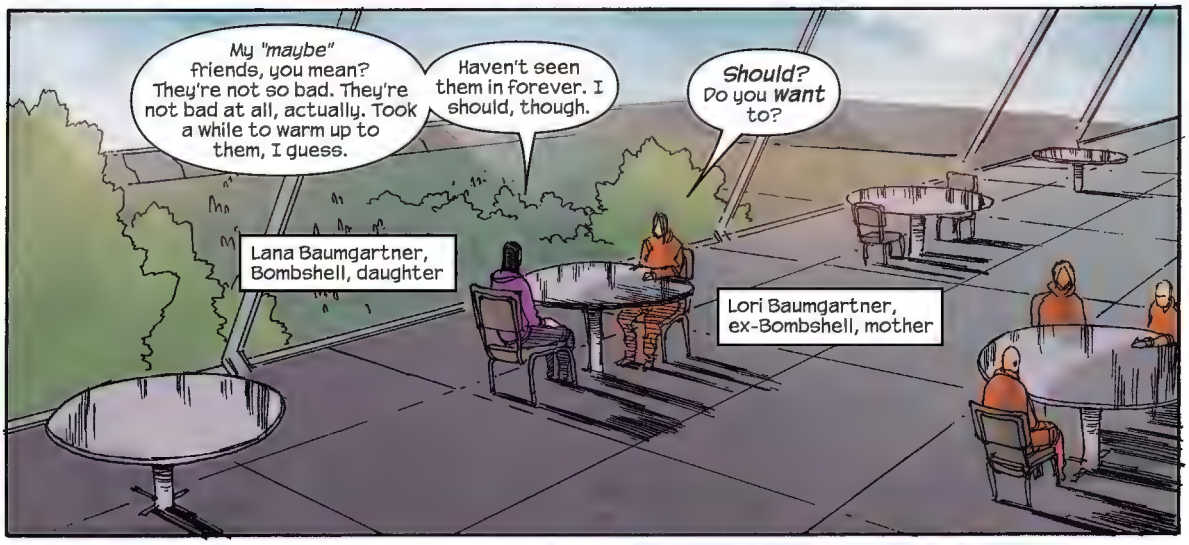

I liked you better with less snark. But hey, we all go through changes.
So what's up with Lana? She quit for good this time?
She's still touching base here and there. It wasn't *that* long ago when Poey was murdered.
Some people need more time to recover than others.


Yes, they do.
Tyrone Johnson/ Cloak


Glad you made it, Cloak.
HEY!
Where've you *been* these last few days?!

I told you couples never work well in teams.
Or bands.
Or anything.
No need to be dramatic. We can talk it out.
No more talking, Tandy.
You wish, Mr. Intense.
You can't just disappear like that!
Okay, let's head out. Scourge is being taken to the prison today and we have to make sure the protesters don't get out of hand.
Or make sure they get out of hand on *him*?
I'm not gonna lie to you-- I don't want to go. I'm getting a weird vibe.
Please. Don't. Do. That.
If a riot breaks out, can we pin the blame on you?
FWAP
FWAP


THE VAULT: MAXIMUM SECURITY PRISON FOR SUPERHUMAN CRIMINALS, EASTERN DIVISION.
We don't have much time, Lana, and I don't wanna chew your ear off any longer. Tell me more about these new friends of yours.


My "maybe" friends, you mean? They're not so bad. They're not bad at all, actually. Took a while to warm up to them, I guess.
Haven't seen them in forever. I should, though.
Should? Do you want to?
Lana Baumgartner, Bombshell, daughter
Lori Baumgartner, ex-Bombshell, mother

Well, yeah. I like being a part of some sort of...team, a team of kids that are sorta like me.
It's not perfect, it's not the most natural, but y'know...
My parole officer is a jerk but he has no clue. He's either dumb as dirt or he doesn't really care.
You better not get caught. I don't want to see you in here.

Whatever works.
Tell me, how's Poey's family holding up?
How are you holding up?
I wouldn't know. I don't talk to them.
A little better. Kind of exhausted.
Sadness isn't exciting to talk about.

I'm sorry I never met him.
I liked the photos you showed me.
Some days I'm fine, but then out of nowhere, the image flashes...
Poey...on the floor...
Hey, hey... don't...
Don't think about that. Push it out of your head.
You need a distraction, Lana. You can't be left alone with your own thoughts.
I'm not saying that.
What's wrong with being alone?
Look, you'll always be my baby girl, don't you forget, but you're naturally a lone wolf, you're self-reliant. You're more independent than I was at your age. That's who you are.
But it doesn't hurt to mix things up, to challenge yourself a little.
So you got friends--"maybe friends," whatever--don't push them away.
Be a hero or don't, just do right by you. Heaven knows I tried, but--
SQHHK
Lori Baumgartner--
--time's up.

NYPD 13th PRECINCT, 21st ST.
Your audience sure does love you, huh, Scourge?
All right, keep it moving, keep it moving.
--gonna get it in prison, killer!
Mad dog--!
Put you away for good--
You racist @#*!
Get cozy, dude. It's only gonna get worse from here on out.
Safe travels, Morgan.
Hey! Put the other one down, you--!
Walker's just in. Transfer is in progress. Let's do it.
They're two blocks away.
East Dog, check.
Affirm. Roger.
West Dog, check.
Yup. Roger.
An army of ingrates back there.
How many of them are alive because I made it safe for them?
And 3... 2...

KOOZA
KDOOM
CALL FOR BACKUP!
Do not move, Officer Morgan.
We're taking Scourge off your hands. You don't have to like it.
KLIK
W-who's we? You're a dirty cop. Who'd you sell us out to?

SCREECH
Up and at 'em, Scourge. Our ride's here.
Like I said, Officer Morgan. Not a single muscle.
Dirty c--
KBLAMM

Dammit.
Blew up squad cars, killed that man--why?
C'mon, let's hustle before backup arrives!

Who are you people? Why are you doing this?
They were gonna put you away forever. It ain't right, you being cooped up...not when we can pool resources and make some *real* progress.
We believe in the same things you do, Scourge. Now c'mon!

FWSSH
Oh, my God!
I knew it!
Too late! We're--
No time to complain.
Kitty, civilians. Cloak, snipers.
Up front, Watchdogs!

#@*! Race traitor--
KTHUNK
KRAK
Race whaaat?!
KRUNCH
BLAM BLAM BLAM
Aghk!
Dagger!
Okay, everyone hold on to me!

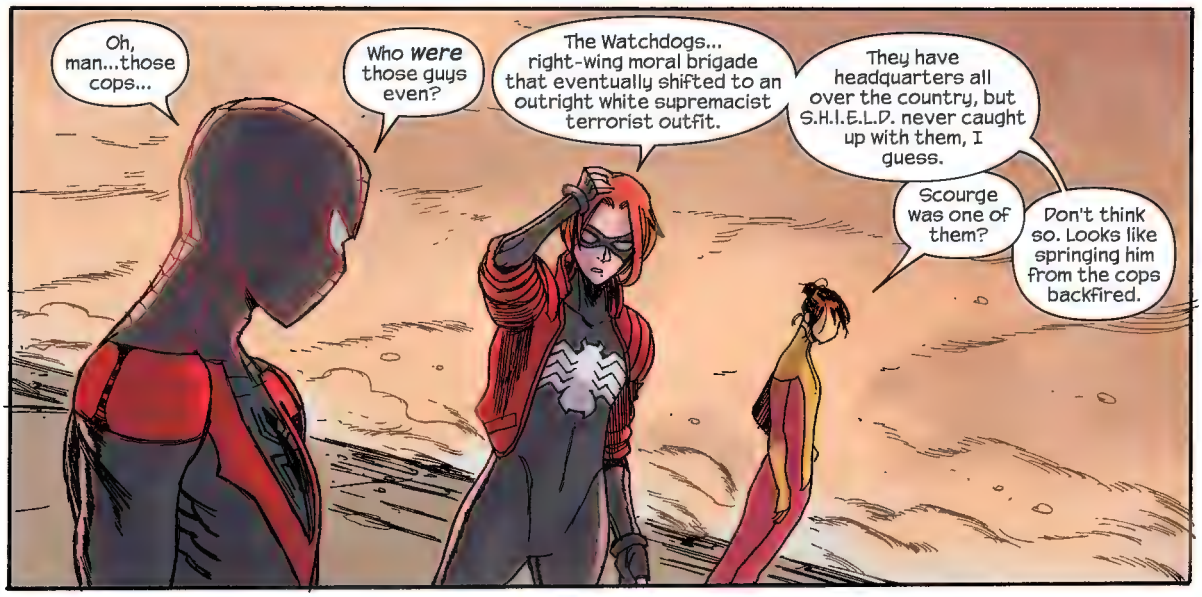
Hey, no, wait!
Oh, hell naw. It's on now, you $%^#@--
CLP
--FAAAAHHH!
Oooufh!
I gotcha!
Do you guys hate me a little less for saving your lives? It's okay, you don't have to.

What's the idea, Cloak? What if I wasn't here to--
Lecture me later.
Planned on usin' this on the cop reinforcements, but what the hell.
Scourge, lend us a hand, wouldja? We'll be outta here in no time.
Now, hold still.
BRA KA KA TA KA KA TA

BRAKKATABRAKKATA
BRAKKATABRAKKAT
BRAKKATA
BRAKKATA
AGH!
BRAKKATA
BRAKKATA
BRAKKATA
Hang tight, li'l man!
Here y'go.

SPAK
SPAK
What the--
Not a word. Don't want to hear it. Don't care...
...I operate alone, you white trash moron, so the offer to join your little hate club has been declined.
I suppose I should thank you for freeing me.

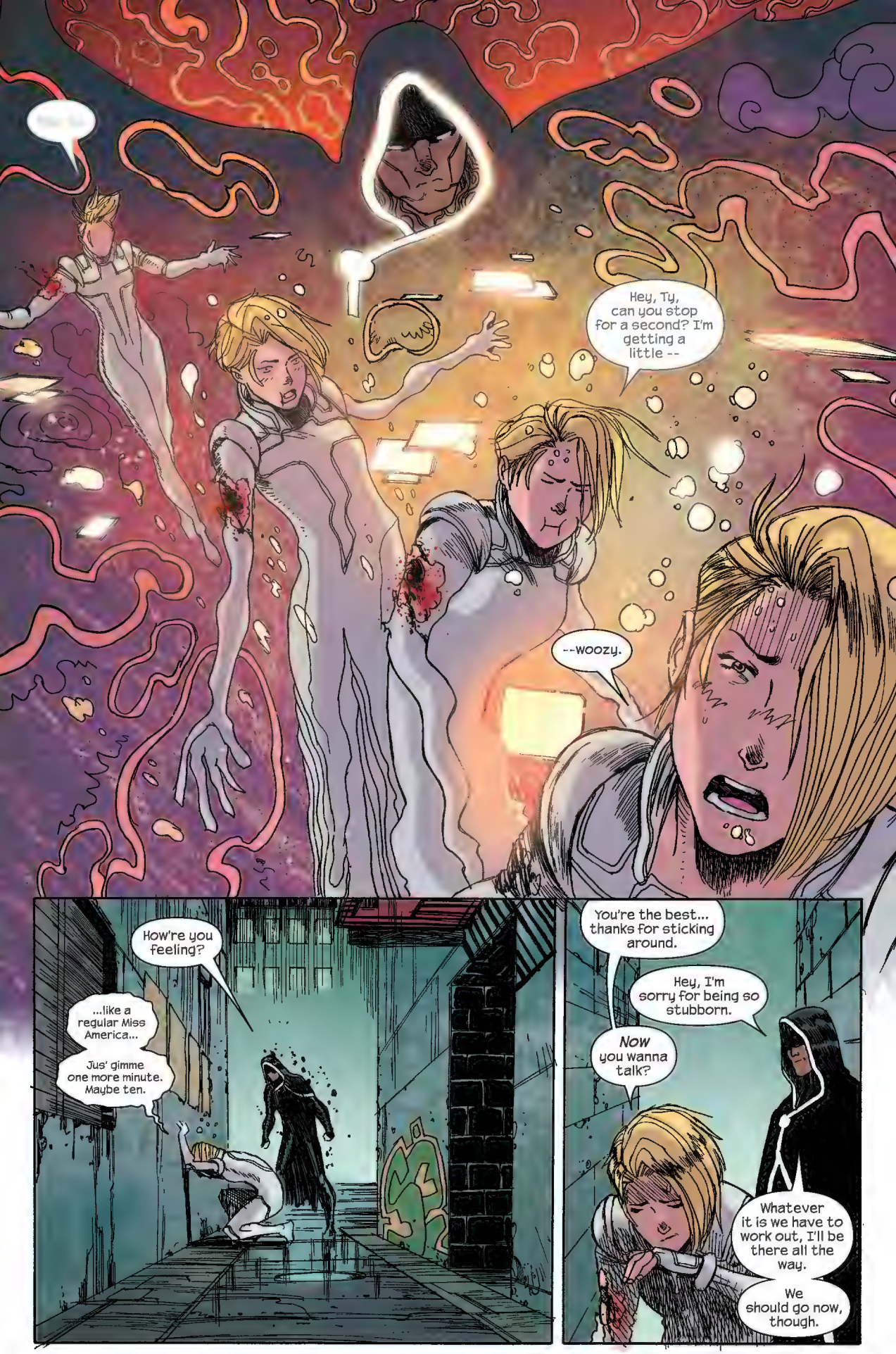
SPAK
Widow, wait!
I'm nothing if not appreciative.
Justice is served!
SAM
Is everyone okay?!
Relatively speaking...
Dagger, don't move! Here, let me get you.


Oh, man...those cops...
Who were those guys even?
The Watchdogs... right-wing moral brigade that eventually shifted to an outright white supremacist terrorist outfit.
They have headquarters all over the country, but S.H.I.E.L.D. never caught up with them, I guess.
Scourge was one of them?
Don't think so. Looks like springing him from the cops backfired.

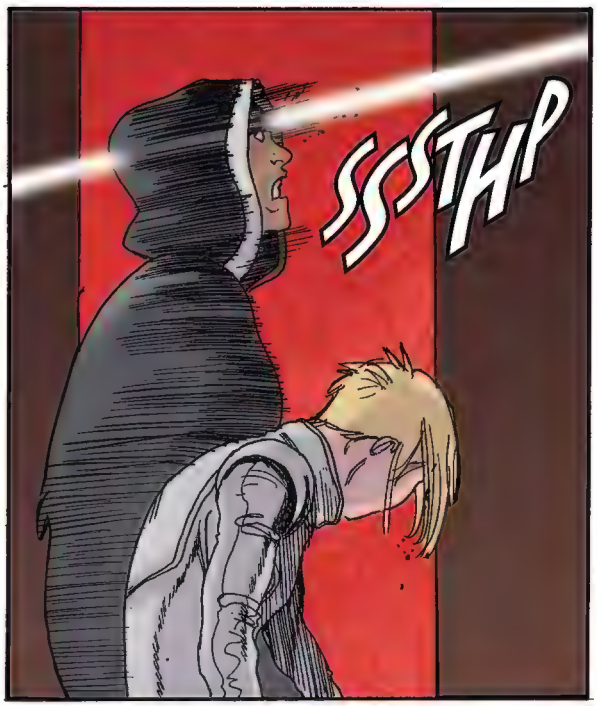
Oh, my God-- Dagger!
I have to go...
Doesn't look too bad. It only grazed you, but you should still--
I have to go to a hospital...
I don't care if I have to explain the whole Roxxon thing, the Ultimates thing, I don't care!
Agreed. Let's go--

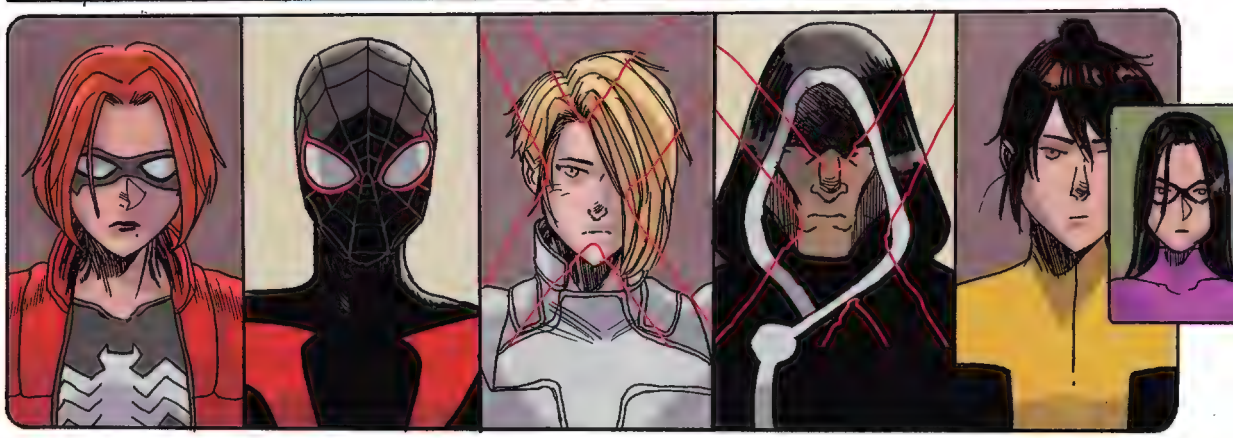
Wait, you can go to my guy! He'll fix you right up. It'll be discreet and there's no charge. I'll give him a heads-up right now!
EEEOEEEOEEEO

EEOEEOEEE
We'll hang back and help out.
Now go.


Hey, Ty, can you stop for a second? I'm getting a little --
--woozy.
How're you feeling?
...like a regular Miss America...
Jus' gimme one more minute. Maybe ten.
You're the best... thanks for sticking around.
Hey, I'm sorry for being so stubborn.
Now you wanna talk?
Whatever it is we have to work out, I'll be there all the way.
We should go now, though.

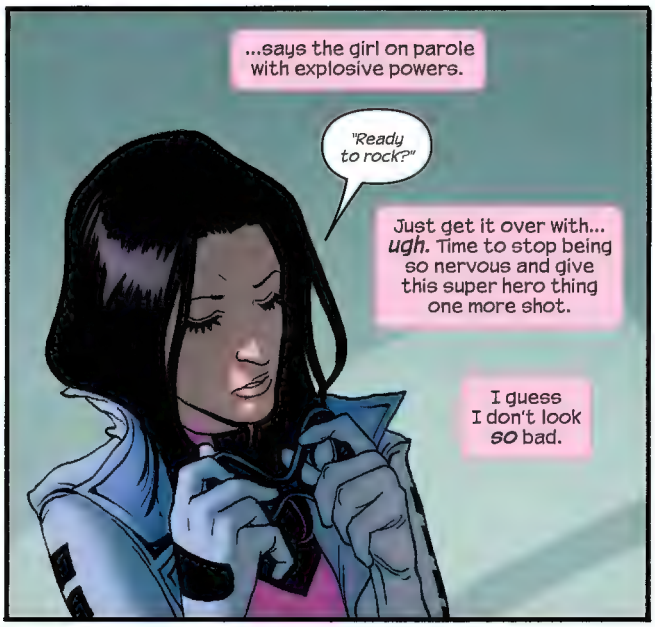
Tandy!
SSSTHP


SSSTHP

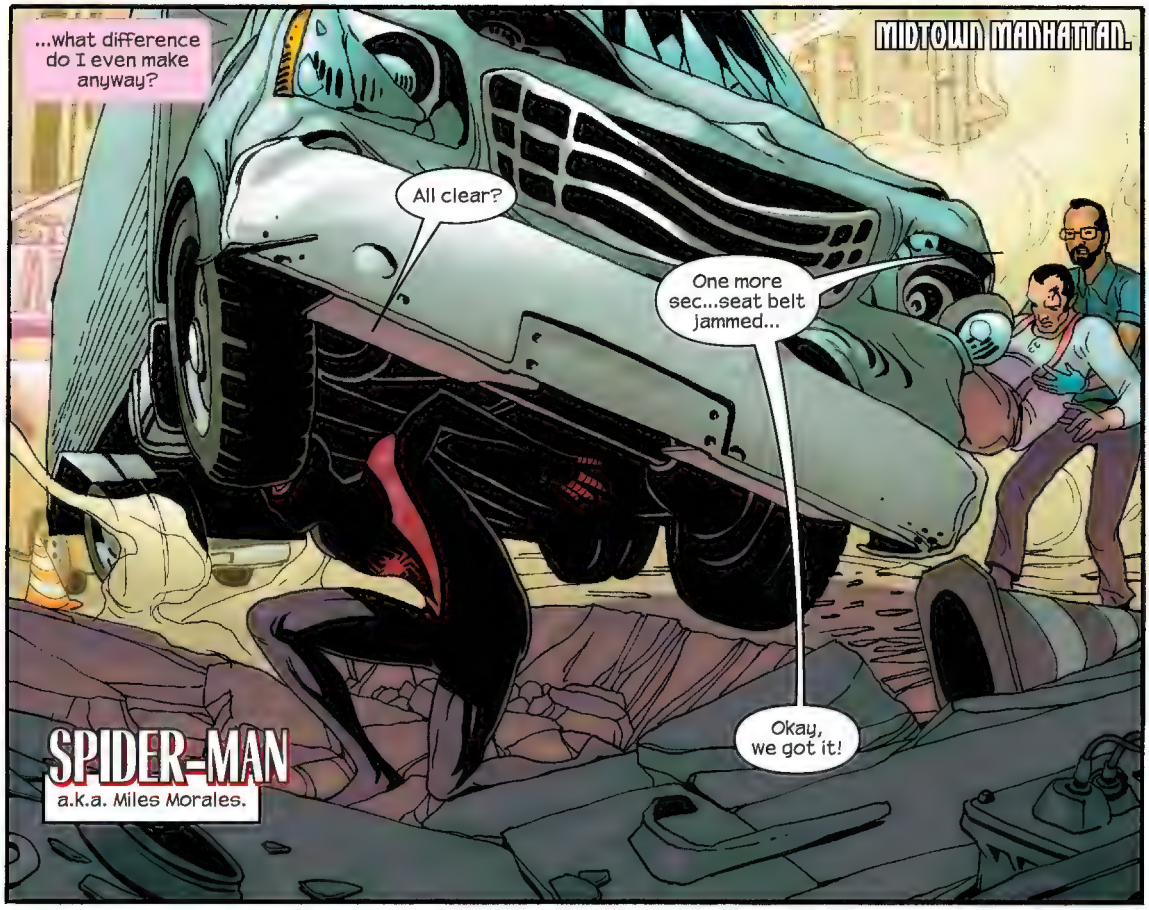


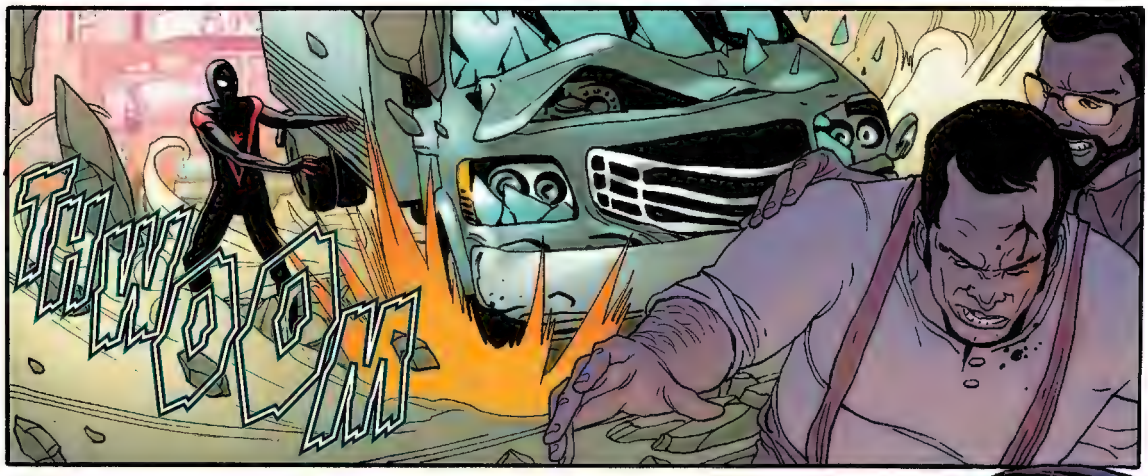
I had the chance to give it all up without anyone noticing. I had my *out*, and yet here I am.
BOMBSHELL
a.k.a. Lana Baumgartner.
"Hi, gang! How's it goin'?" Hmm...
"Oh, hey, it's me-- I'm back!" Uh...
This is supposed to feel a little more natural. It's my big comeback-- my big moment!

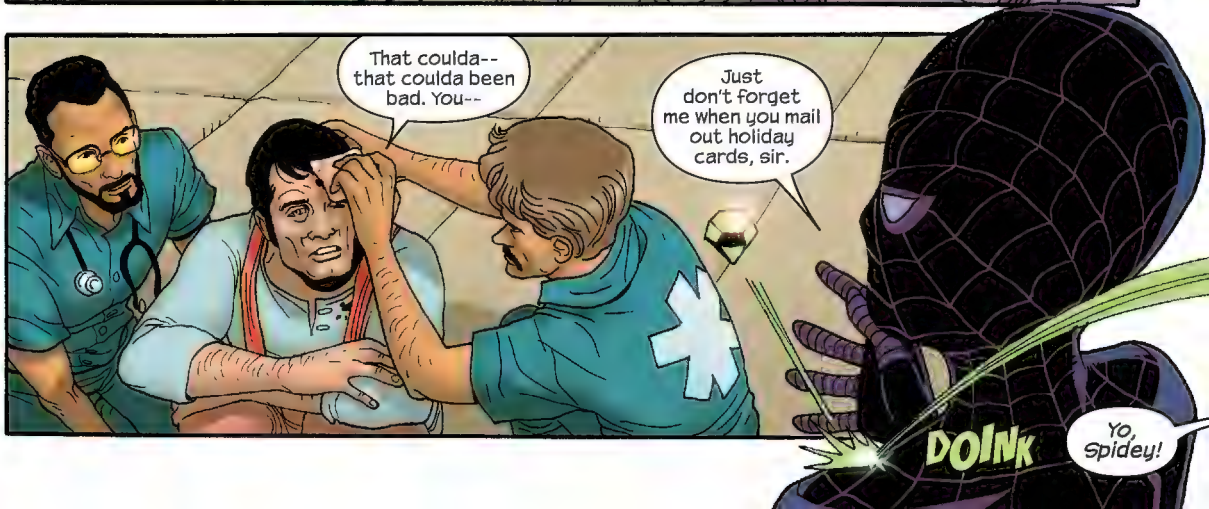
Maybe I don't *want* a big moment.
"What's going on, y'all?"
My God, what am I doing? I can't do this. *And* I look *terrible.* I just wanna be a normal girl...


...says the girl on parole with explosive powers.
"Ready to rock?"
Just get it over with... *ugh.* Time to stop being so nervous and give this super hero thing one more shot.
I guess I don't look *so* bad.

And I should call first, maybe? Go, go, go-- before you lose your nerve, girl.
Or I could *not* go at all! I can always be a super hero tomorrow. Or never! How about never?
We save a bunch of lives, but we lose a few...
...and when I think about how ugly and random it all is, I can't help but question...

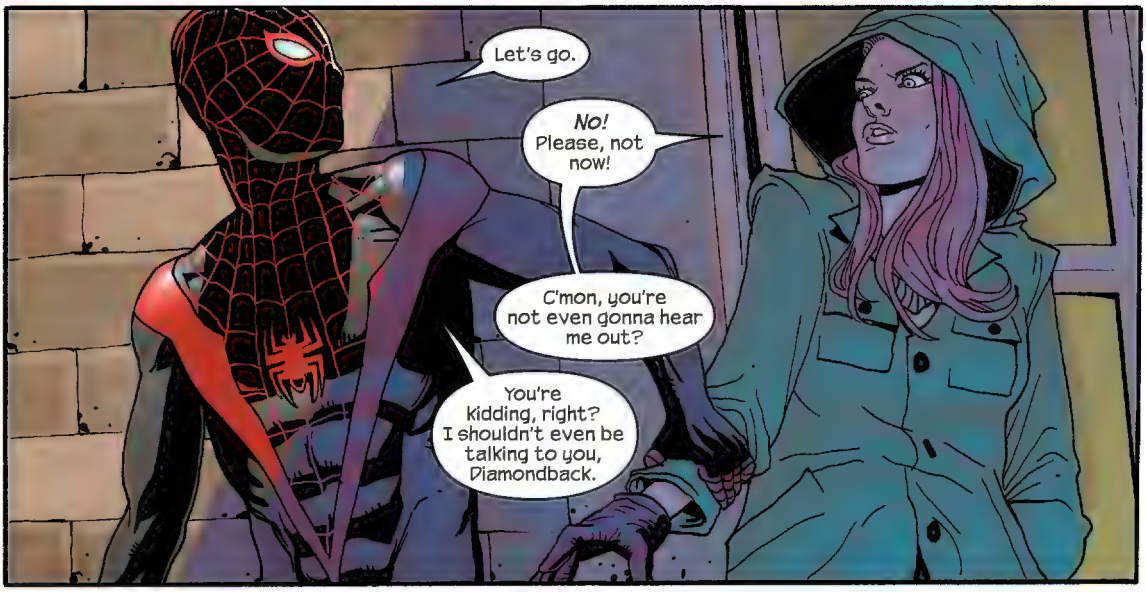

...what difference do I even make anyway?
MIDTOWN MANHATTAN.
All clear?
One more sec...seat belt jammed...
Okay, we got it!
SPIDER-MAN
a.k.a. Miles Morales.

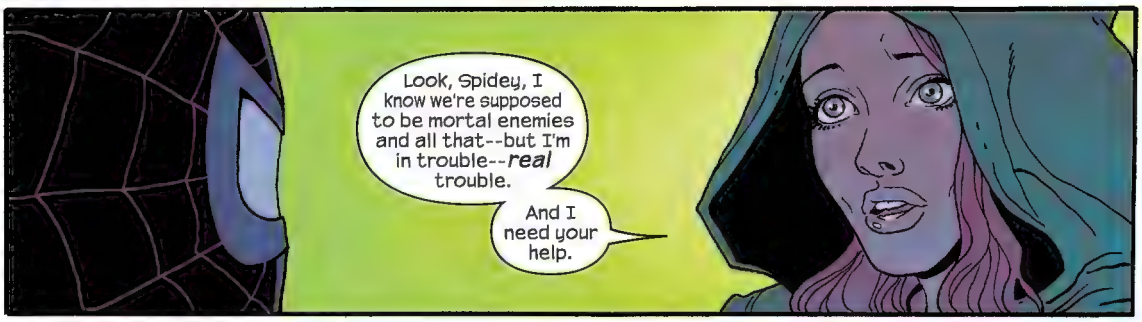

THWOOM


That coulda-- that coulda been bad. You--
Just don't forget me when you mail out holiday cards, sir.
DOINK
Yo, Spidey!

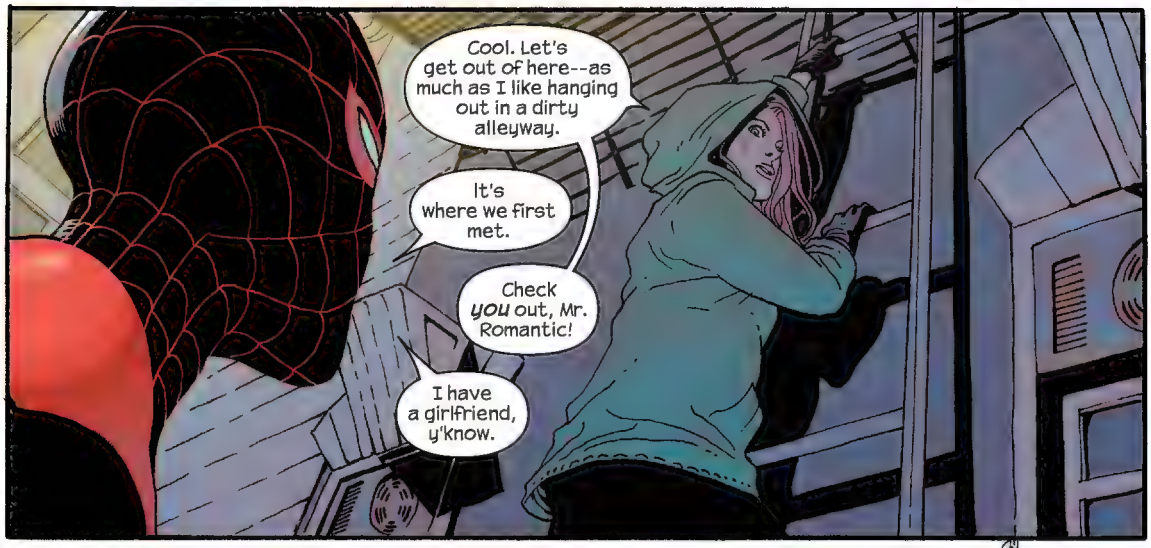
You!
Me!
What are you--*wait!*

Diamondback, ex-Serpent Skulls mini-boss.
I'm taking you in to the station!
I'm not running away! Just don't web me! You'll ruin this coat!


Let's go.
No! Please, not now!
C'mon, you're not even gonna hear me out?
You're kidding, right? I shouldn't even be talking to you, Diamondback.


Look, Spidey, I know we're supposed to be mortal enemies and all that--but I'm in trouble--*real* trouble.
And I need your help.

I didn't *have* to call you over if I didn't think you'd be cool about this. Kinda hard to miss you helping with that crash...
...and I didn't know what else to do.
Well...
Fine.

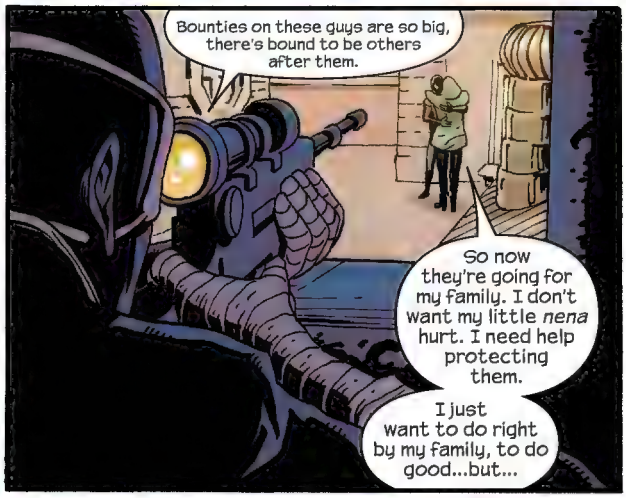

Cool. Let's get out of here--as much as I like hanging out in a dirty alleyway.
It's where we first met.
Check *you* out, Mr. Romantic!
I have a girlfriend, y'know.

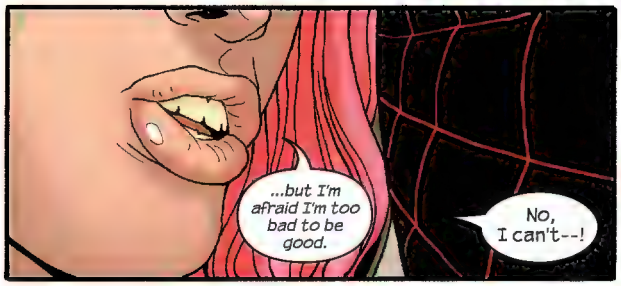
You don't *talk* like you have a girlfriend. I'm really into those tights, by the w--
Thank you!
Seriously, I can't stay in one spot for too long. I got creeps looking for me--cops, too. Can we at least talk somewhere private?
What are you talking about? That cheek tattoo helps you blend in pretty well.

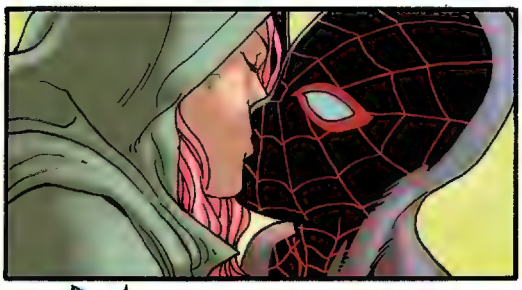
It's actually a marker drawing, genius.
Wait... really?
Nope. Not really.
Er... I knew that.

I didn't even wanna *be* in a gang, but fighting is all I know how to do. I mean, how else am I gonna help my sick sister, y'know?
Get a job and stop stabbing people with diamonds?
Easier said.
Look, the Skulls are disbanded and all...

...but we broke the gang truce, and now they *all* want revenge.
Out of the way already, Diamondback, jeez. Ruining your own plan over here.


Bounties on these guys are so big, there's bound to be others after them.
So now they're going for my family. I don't want my little *nena* hurt. I need help protecting them.
I just want to do right by my family, to do good...but...


...but I'm afraid I'm too bad to be good.
No, I can't--!

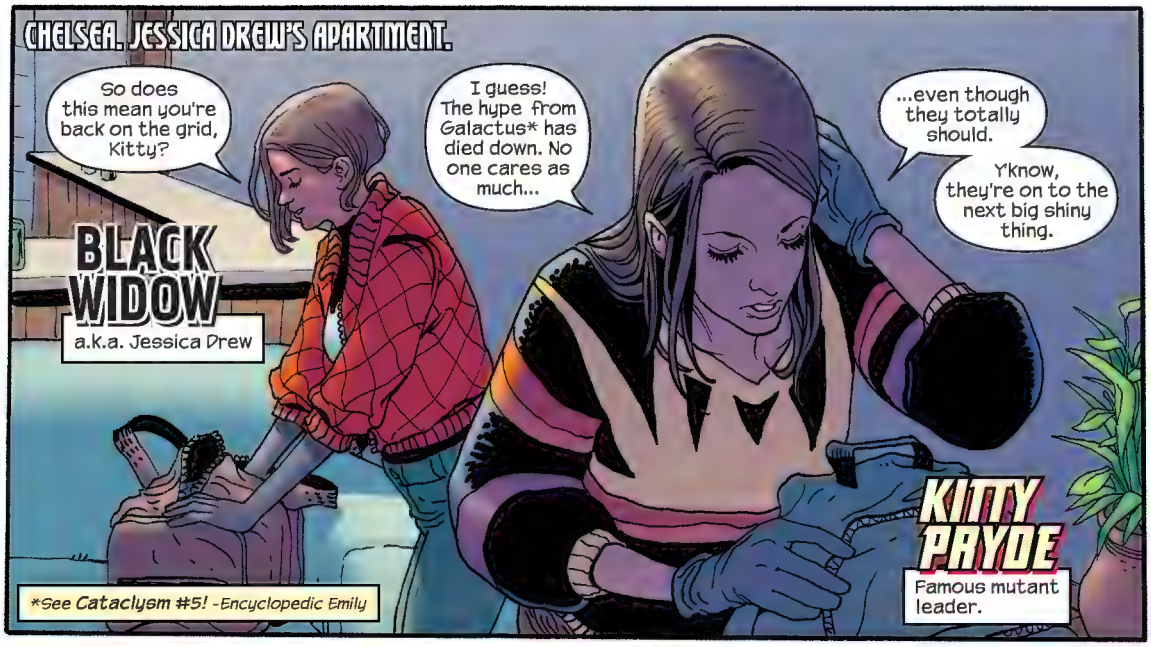


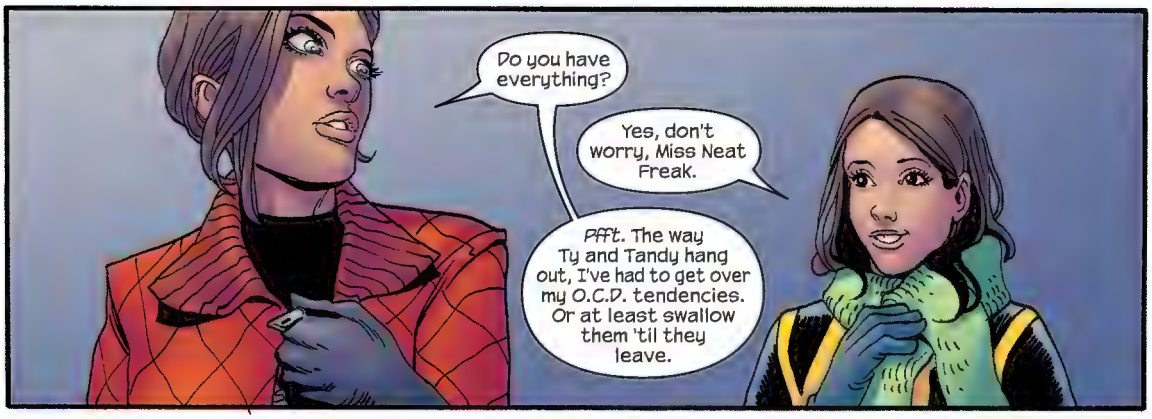
Over the mask tongue... *interesting.*
Wait-- I--

SSSTHP

TASKMASTER!
Here...

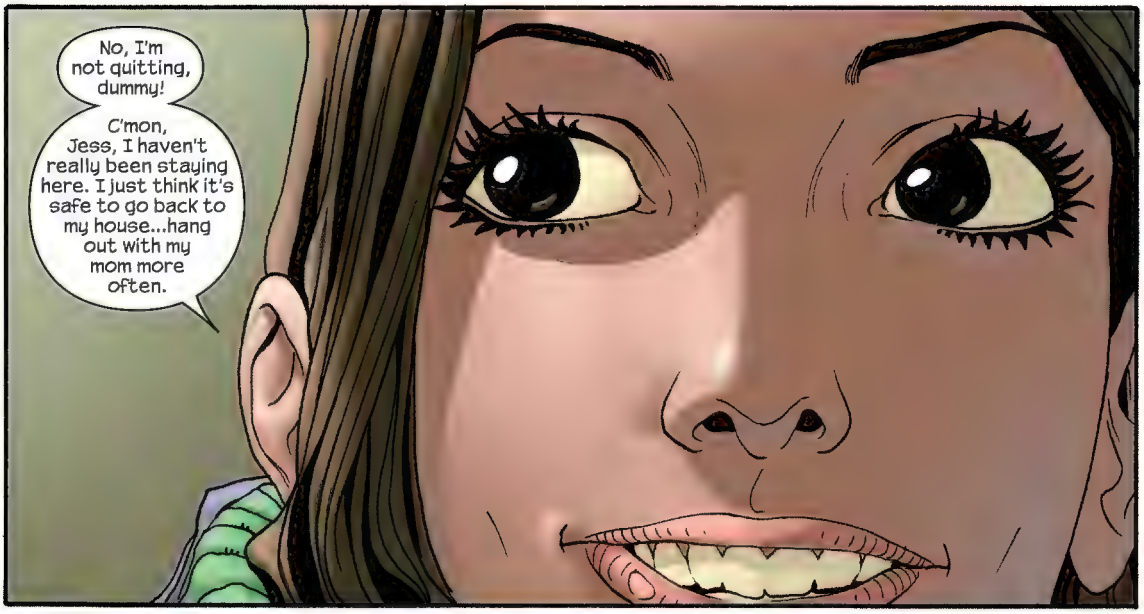
...let me give you a hand with your girlfriend.
KR-POWW
...suckered... I-like a chump...
Don't blame her, Spider-boy. I've never even seen her before now.
This was all me.
SSSTHP
S+#@?!
SIDEWINDER, ex-Serpent Skulls mini-boss.


CHELSEA, JESSICA DREW'S APARTMENT.
So does this mean you're back on the grid, Kitty?
I guess! The hype from Galactus* has died down. No one cares as much...
...even though they totally should.
Y'know, they're on to the next big shiny thing.
BLACK WIDOW
a.k.a. Jessica Drew
KITTY PRYDE
Famous mutant leader.
*See Cataclysm #5! -Encyclopedic Emily

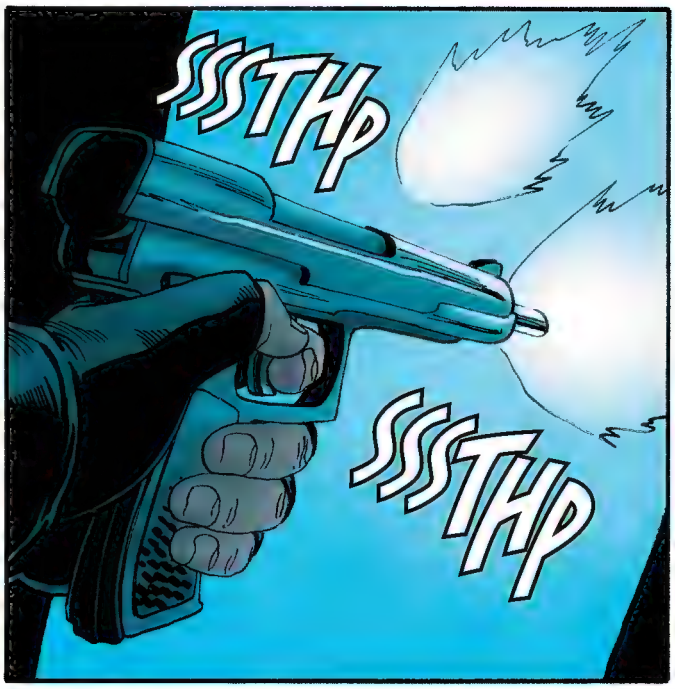

Do you have everything?
Yes, don't worry, Miss Neat Freak.
Pfft. The way Ty and Tandy hang out, I've had to get over my O.C.D. tendencies. Or at least swallow them 'til they leave.

Wait a minute--are you quitting the team?
Say no! At least be a reserve member!

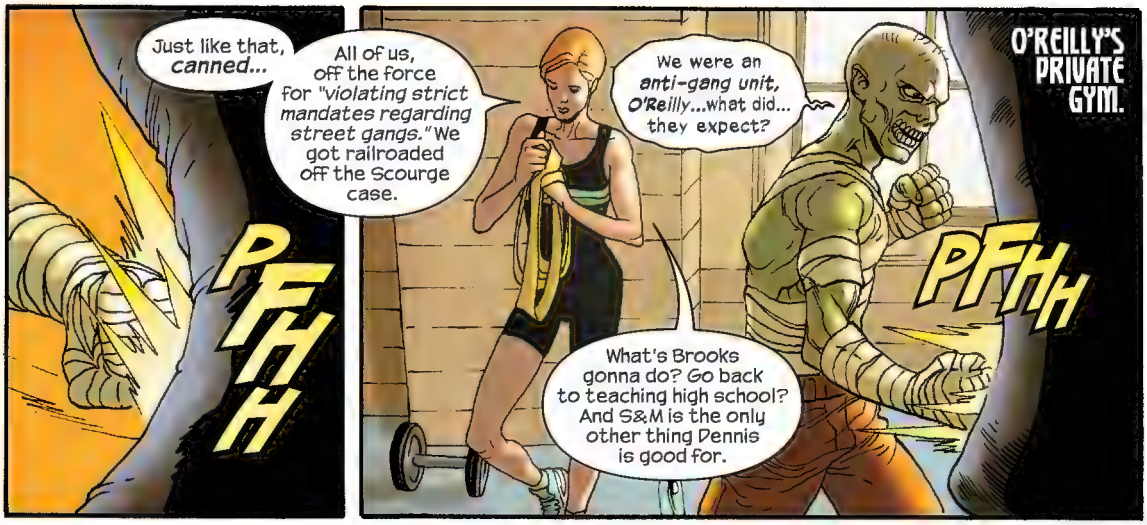
We have reserves?
We will now! We'll have branches! Queens Ultimates, West Coast Ultimates.
All-New Great Lakes Ultimates!
It rolls off the tongue.

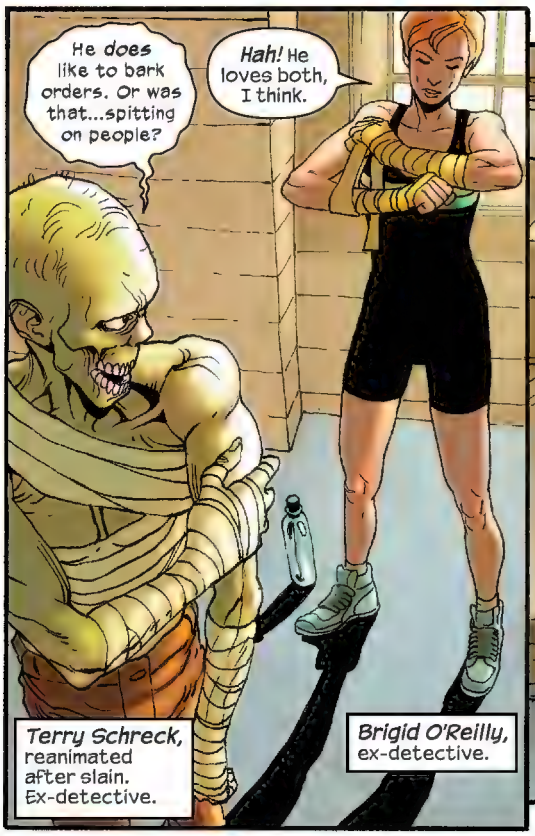

No, I'm not quitting, dummy!
C'mon, Jess, I haven't really been staying here. I just think it's safe to go back to my house...hang out with my mom more often.

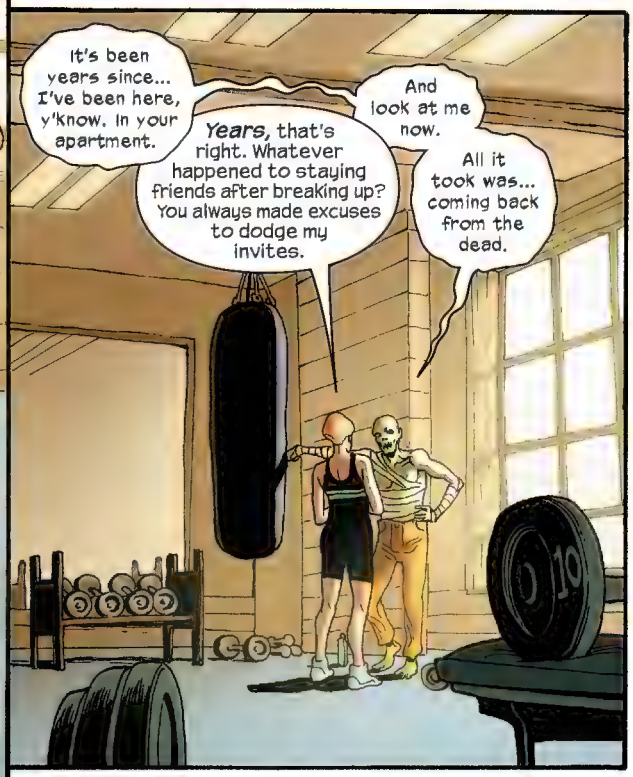
All right, then! All right.
Jeez, can I live?
Nope.
KREEEEAAK

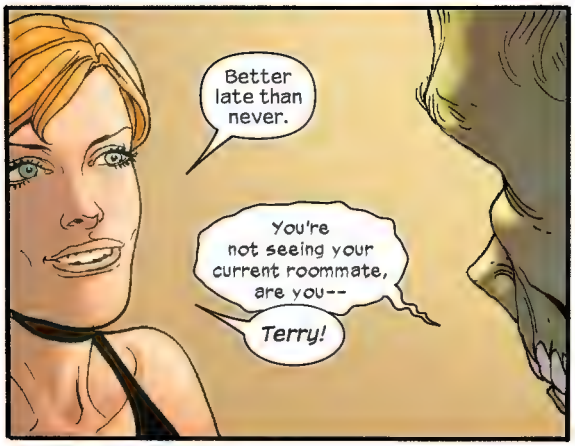

SSSTHP
SSSTHP

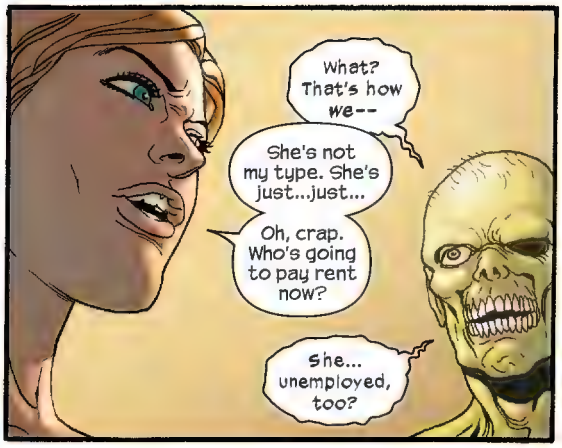
You're not even going to invite me in?

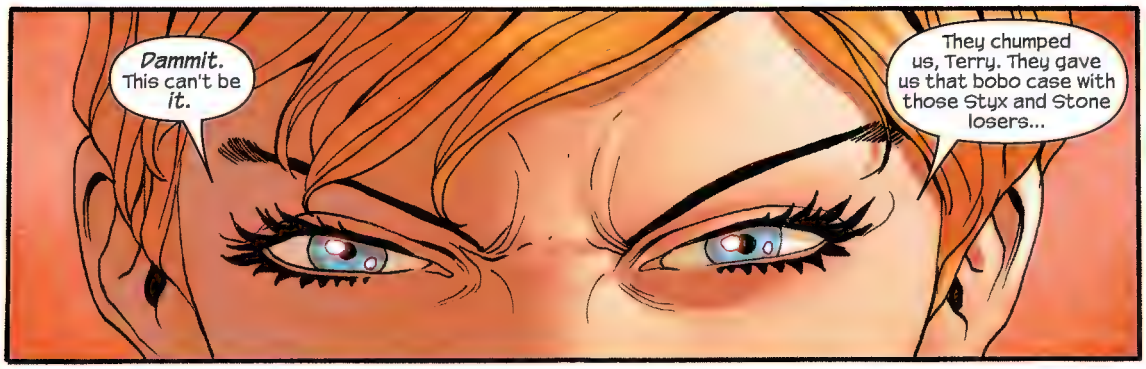

Just like that, canned...
All of us, off the force for "violating strict mandates regarding street gangs." We got railroaded off the Scourge case.
PFHH
O'REILLY'S PRIVATE GYM.
We were an anti-gang unit, O'Reilly...what did... they expect?
What's Brooks gonna do? Go back to teaching high school? And S&M is the only other thing Dennis is good for.
PFHH


He does like to bark orders. Or was that...spitting on people?
Hah! He loves both, I think.
Terry Schreck, reanimated after slain. Ex-detective.
Brigid O'Reilly, ex-detective.


It's been years since... I've been here, y'know. In your apartment.
Years, that's right. Whatever happened to staying friends after breaking up? You always made excuses to dodge my invites.
And look at me now.
All it took was... coming back from the dead.


Better late than never.
You're not seeing your current roommate, are you--
Terry!

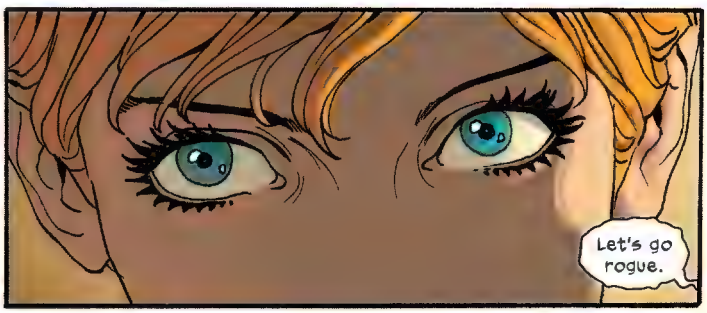

What? That's how we--
She's not my type. She's just...just...
Oh, crap. Who's going to pay rent now?
She... unemployed, too?

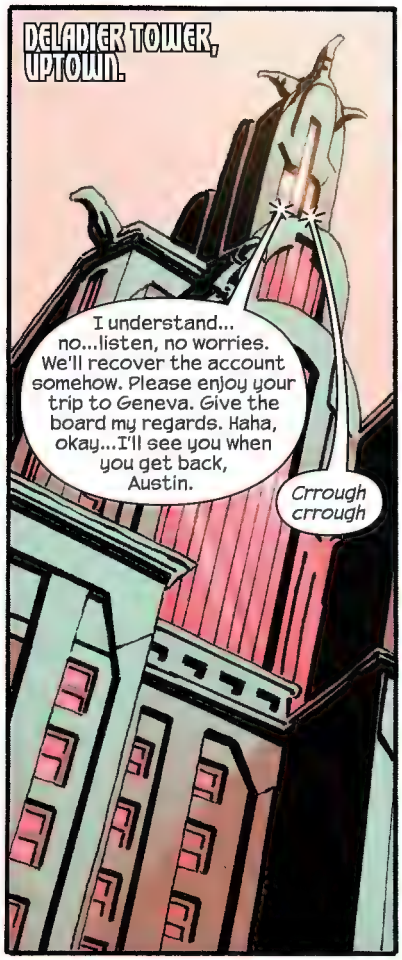

Dammit. This can't be it.
They chumped us, Terry. They gave us that bobo case with those Styx and Stone losers...

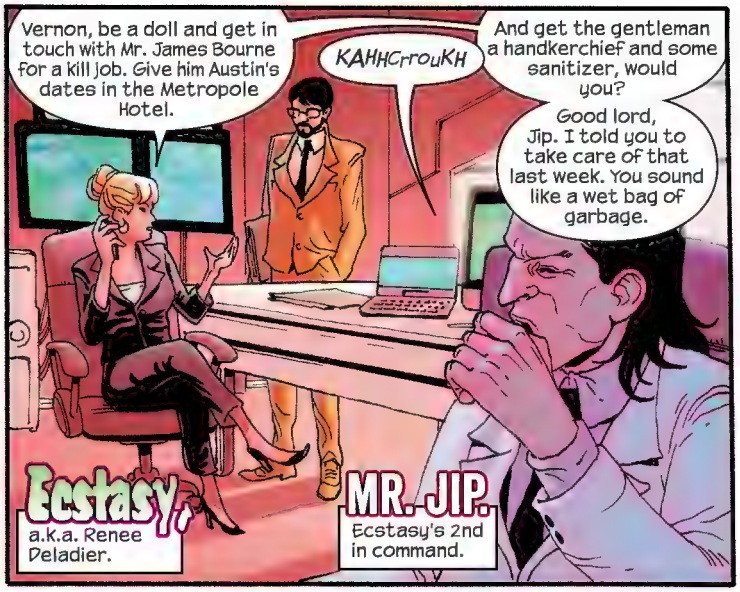
Which caused me...to become this. I thought I had self-image problems before...
Stop it.

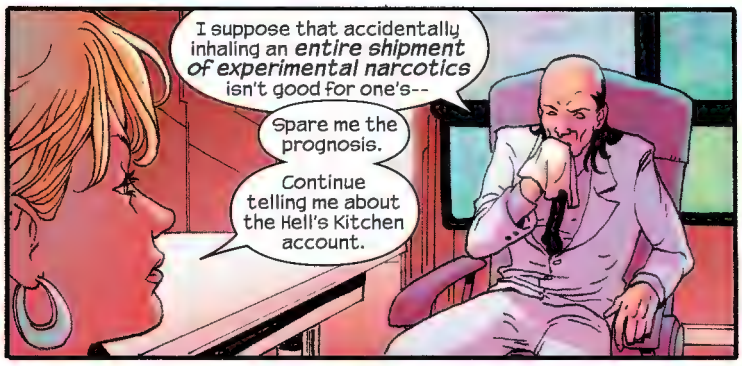
Brigid... I got an idea... you still have access to all that unregistered gear we kept accumulating?
Uh...yes, actually. Haven't added to the pile in a while but yeah, I still have access.

Use 'em. Call in the troops and let's go nail... I dunno...someone. Scourge is still on the loose... right?
Let's do our own thing.


Let's go rogue.

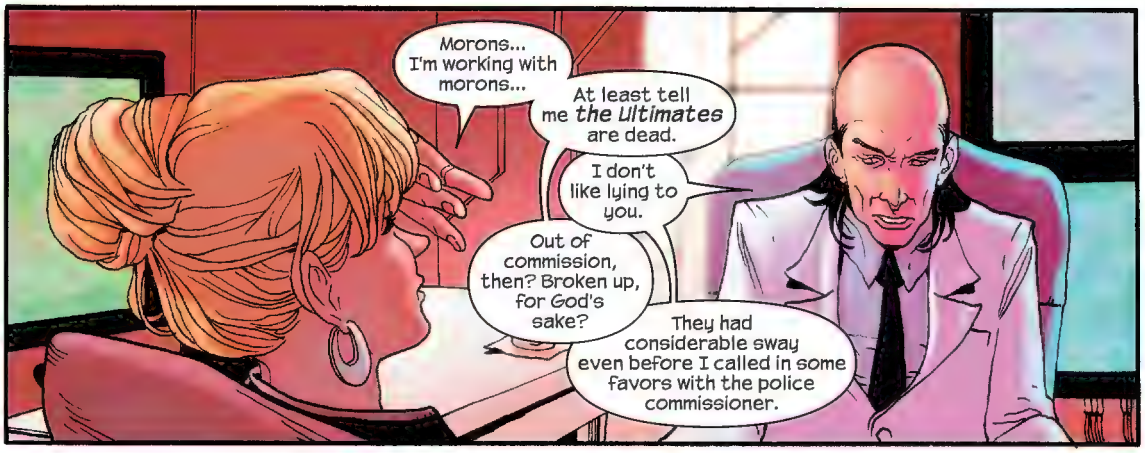

DELADIER TOWER, UPTOWN.
I understand... no...listen, no worries. We'll recover the account somehow. Please enjoy your trip to Geneva. Give the board my regards. Haha, okay...I'll see you when you get back, Austin.
Crrough crrough

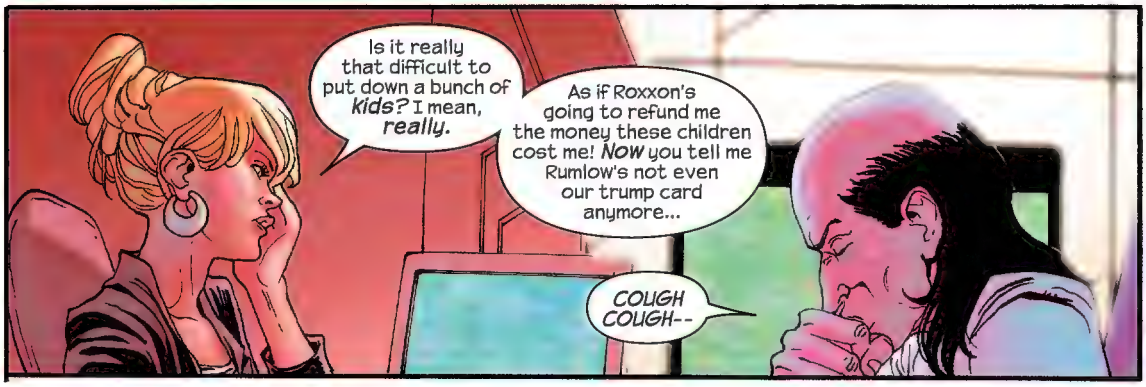

Vernon, be a doll and get in touch with Mr. James Bourne for a kill job. Give him Austin's dates in the Metropole Hotel.
KAHHCrrouKH
And get the gentleman a handkerchief and some sanitizer, would you?
Good lord, Jip. I told you to take care of that last week. You sound like a wet bag of garbage.
Ecstasy
a.k.a. Renee Deladier.
MR. JIP.
Ecstasy's 2nd in command.

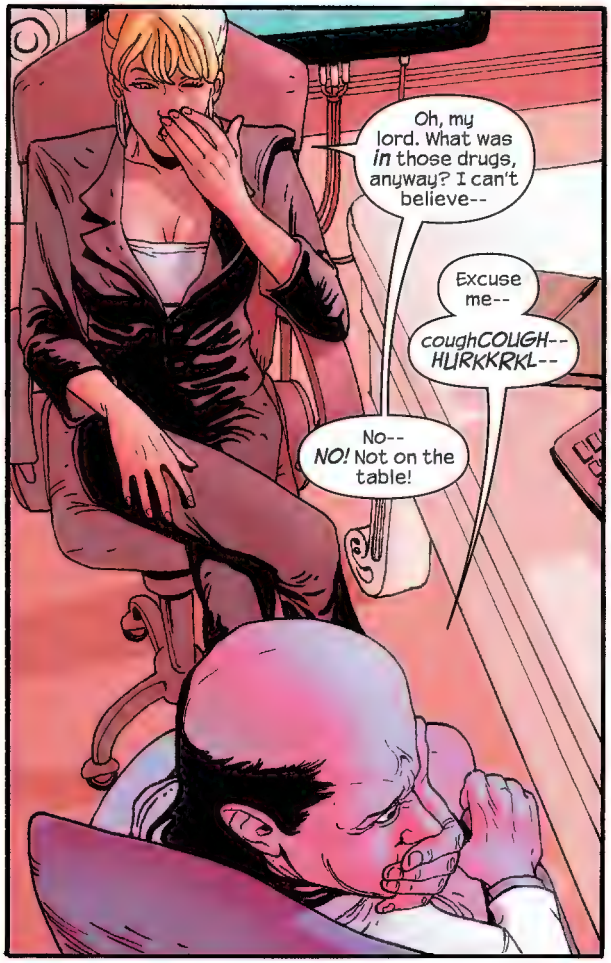

I suppose that accidentally inhaling an entire shipment of experimental narcotics isn't good for one's--
Spare me the prognosis.
Continue telling me about the Hell's Kitchen account.

Our contract included a sub-avenue for local arms channeling and drug farming. But with that...recent Spider-Man warehouse incident...
...the one where affiliates were incarcerated en masse in a large-scale street gang bust...
You're losing me, Jip...

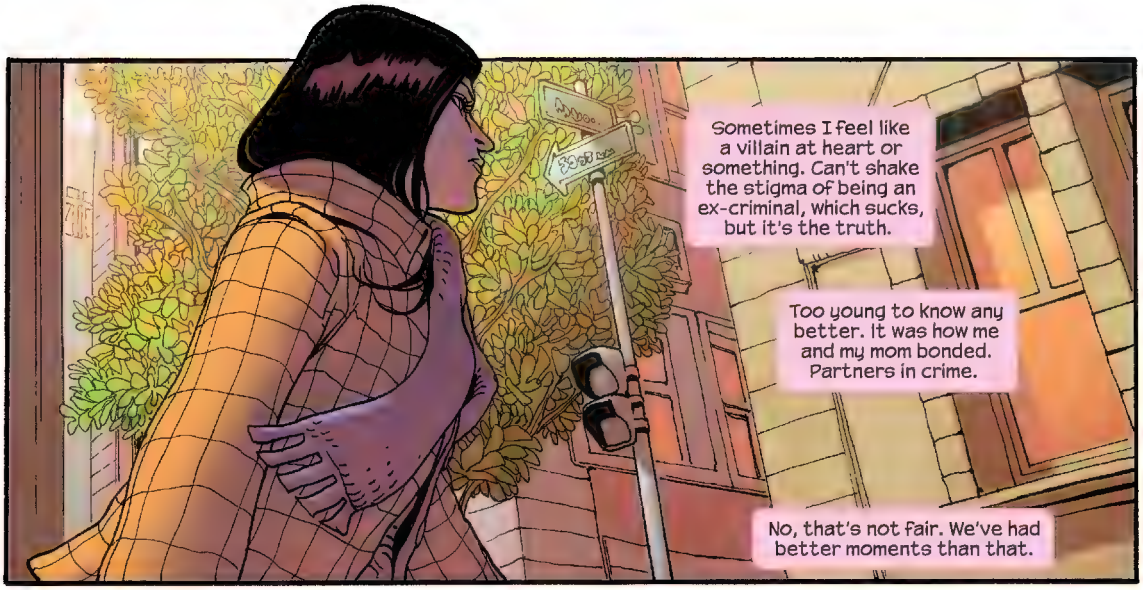
Brock is M.I.A.
Our most valuable inside man is, for all intents and purposes, dead.


Morons... I'm working with morons...
At least tell me *the Ultimates* are dead.
I don't like lying to you.
Out of commission, then? Broken up, for God's sake?
They had considerable sway even before I called in some favors with the police commissioner.

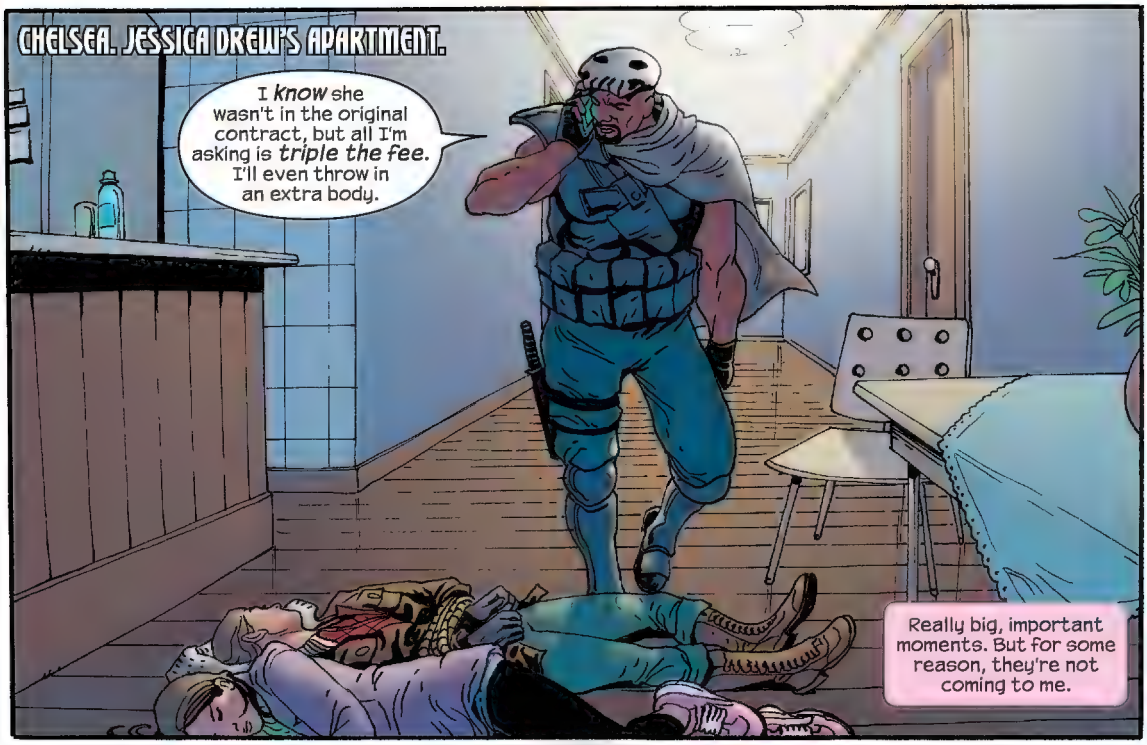

Is it really that difficult to put down a bunch of *kids?* I mean, *really.*
As if Roxxon's going to refund me the money these children cost me! *Now* you tell me Rumlow's not even our trump card anymore...
COUGH COUGH--

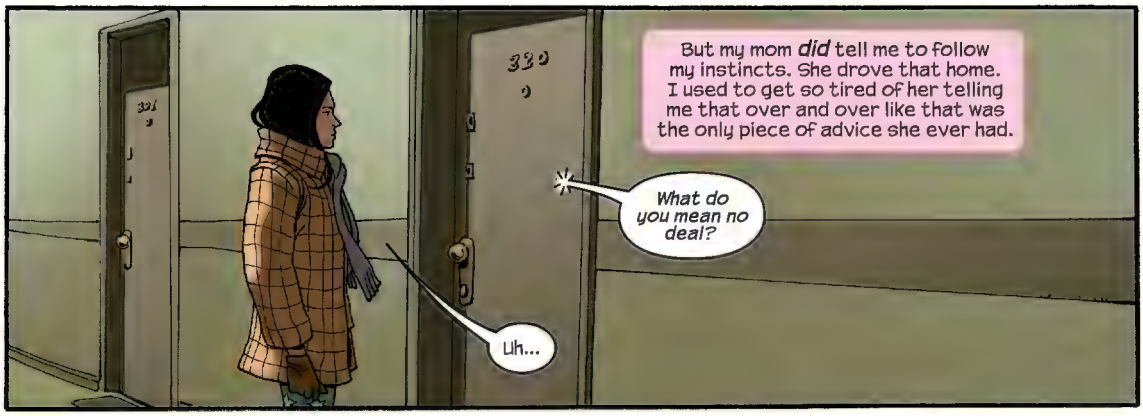

Oh, my lord. What was *in* those drugs, anyway? I can't believe--
Excuse me--
coughCOUGH-- HURKKRKL--
No-- *NO!* Not on the table!

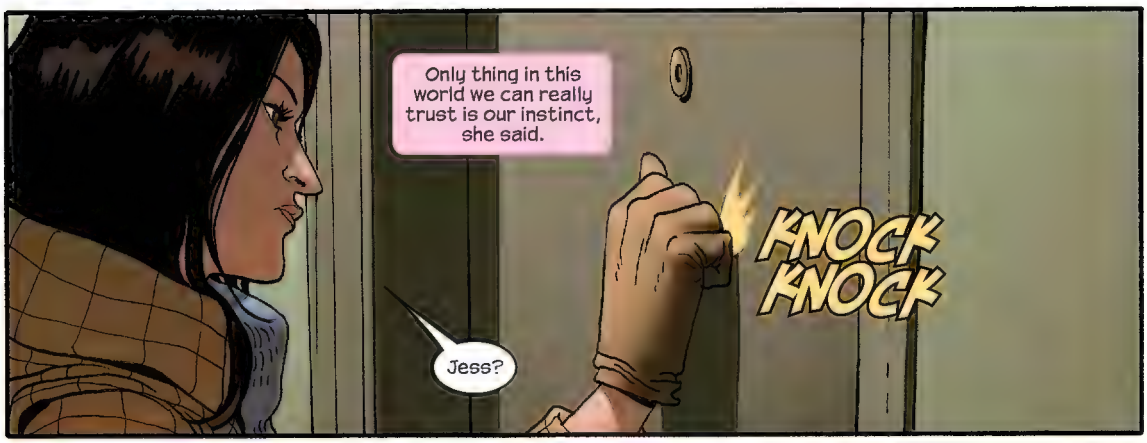
Ms. Deladier, would you mind-- calling an ambulance for me? I can't-- seem to feel my arms.

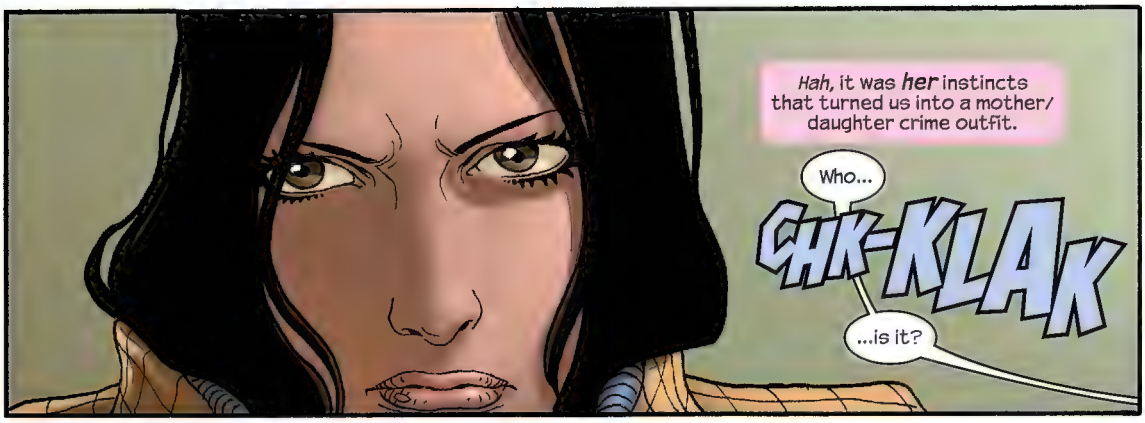

Sometimes I feel like a villain at heart or something. Can't shake the stigma of being an ex-criminal, which sucks, but it's the truth.
Too young to know any better. It was how me and my mom bonded. Partners in crime.
No, that's not fair. We've had better moments than that.

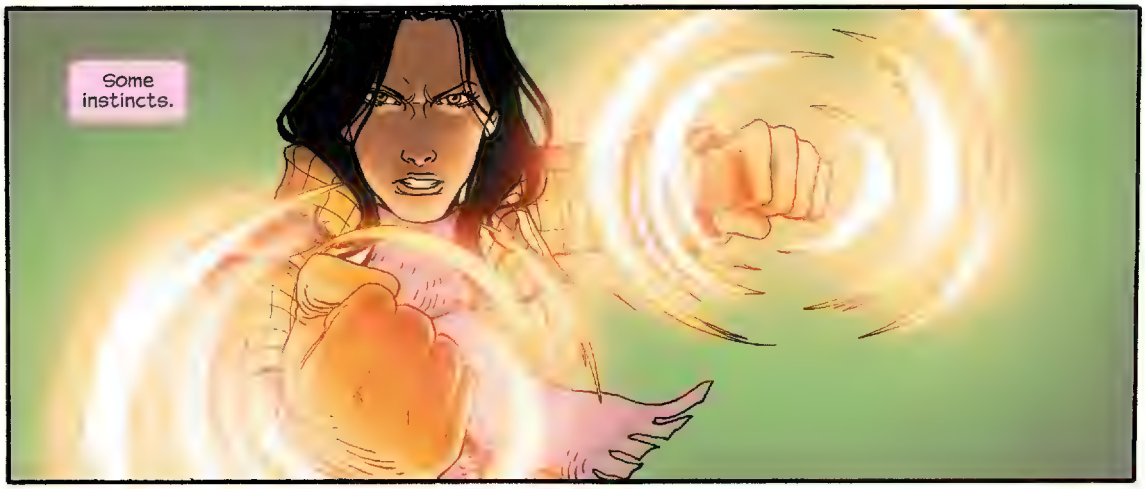
I'll be up front. One of them is missing...the explosive one.
I *did* catch something I think you'd be interested in. I don't need to tell you who Kitty Pryde is, do I?
That's right, she's part of the snag. The world's most famous catch. Yeah, I know...


CHELSEA. JESSICA DREW'S APARTMENT.
I *know* she wasn't in the original contract, but all I'm asking is *triple the fee.* I'll even throw in an extra body.
Really big, important moments. But for some reason, they're not coming to me.

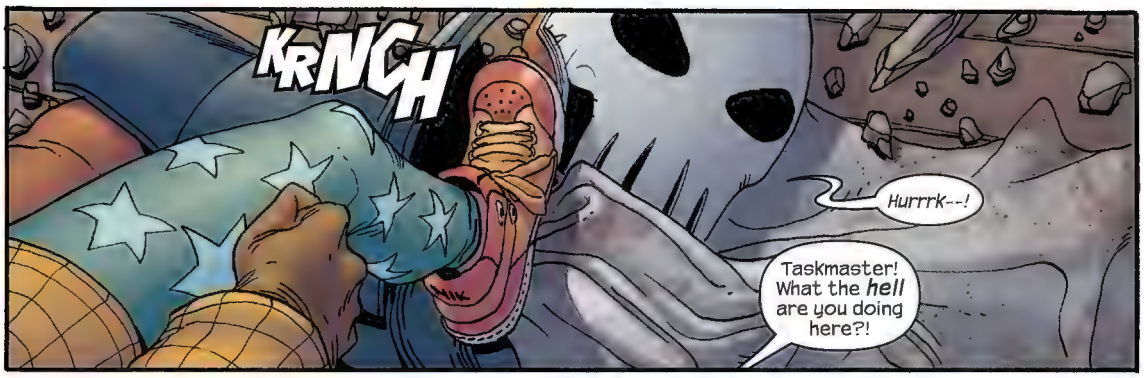

But my mom did tell me to follow my instincts. She drove that home. I used to get so tired of her telling me that over and over like that was the only piece of advice she ever had.
What do you mean no deal?
Uh...

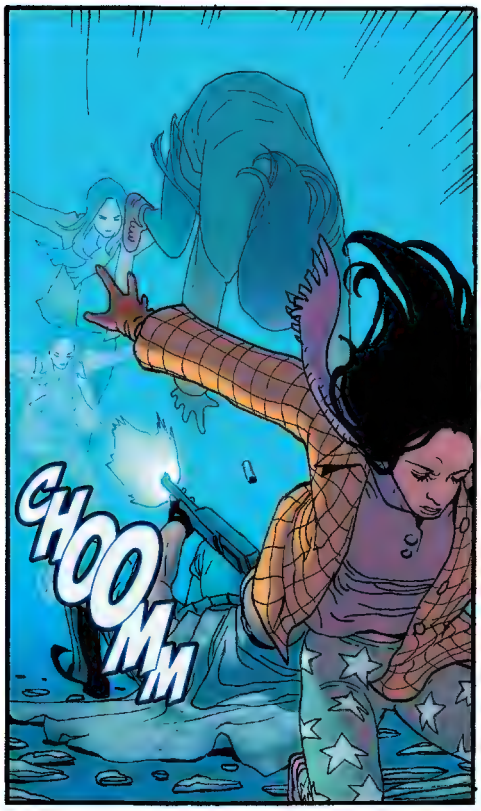

Only thing in this world we can really trust is our instinct, she said.
KNOCK KNOCK
Jess?

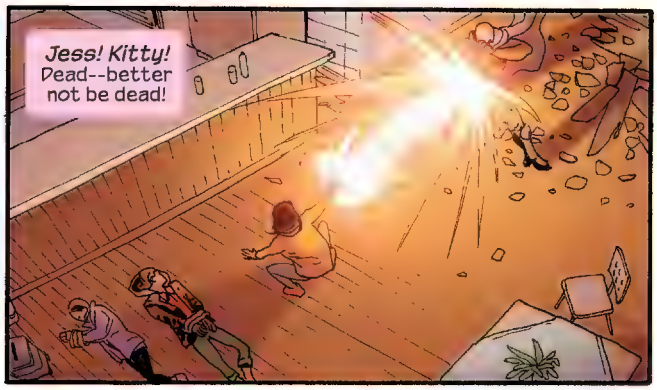

Hah, it was her instincts that turned us into a mother/daughter crime outfit.
Who...
CHK-KLAK
...is it?

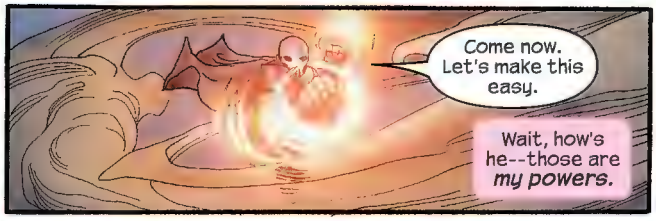

Some instincts.

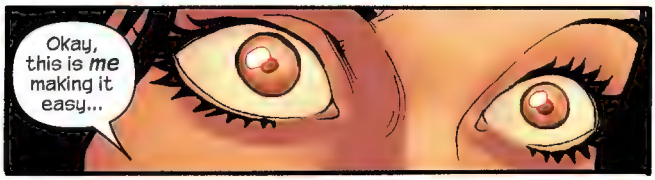
THRKHROM


KRNCH
Hurrrk--!
Taskmaster! What the *hell* are you doing here?!


CHOOMM

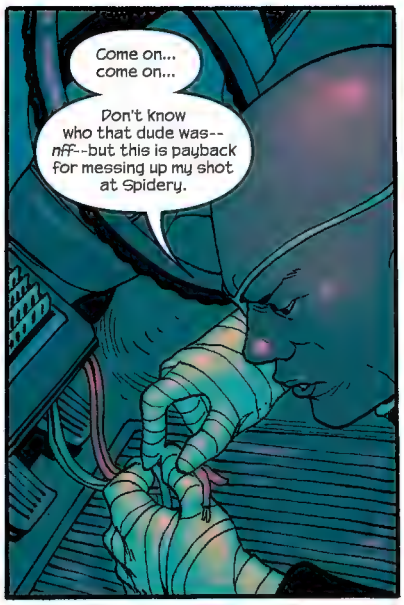

Jess! Kitty! Dead--better not be dead!


Come now. Let's make this easy.
Wait, how's he--those are *my powers.*

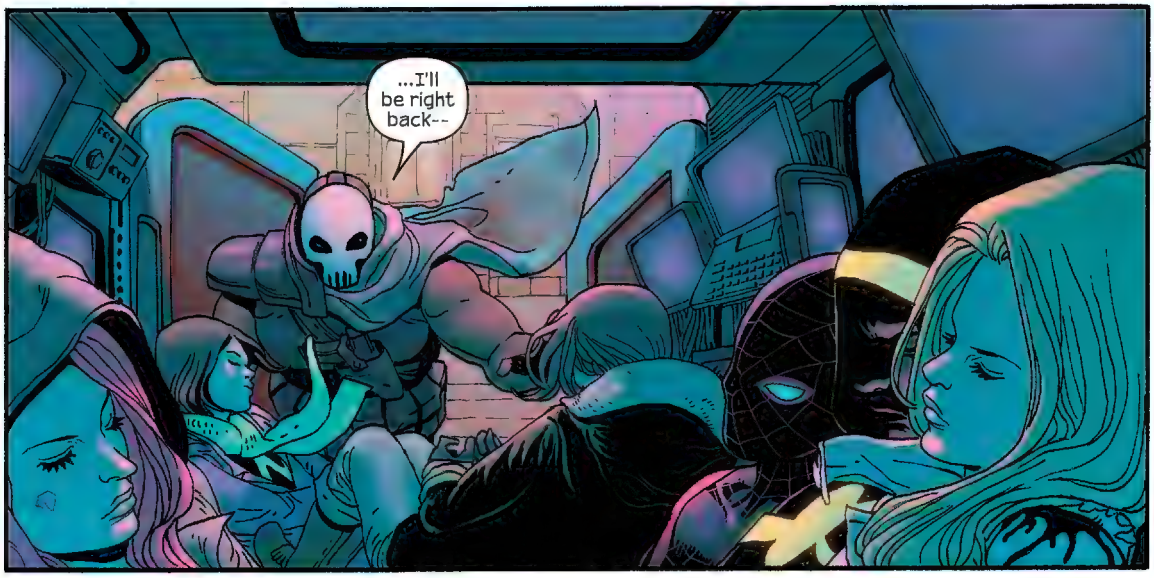

Okay, this is *me* making it easy...

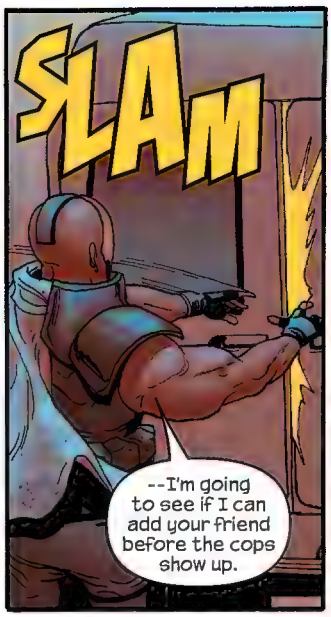
THRSHKHROMM
C'mon out, you *#@*%!
REEEEEEEEEEEEEEEEEEEEEEEEEEEEEEEEE
You hear me? I said--
...
Damn!
REEEEEEEEEEEEEEEEEEEEEEEEEEEEEEEEE

OUTSIDE.
KRAKOOM
Were those... explosions?


Come on... come on...
Don't know who that dude was--nff--but this is payback for messing up my shot at Spidery.

Heh...fancy as this ride is--it's all the same on the...
CLK
...inside...
You're no good to me dead so stay put, kids...

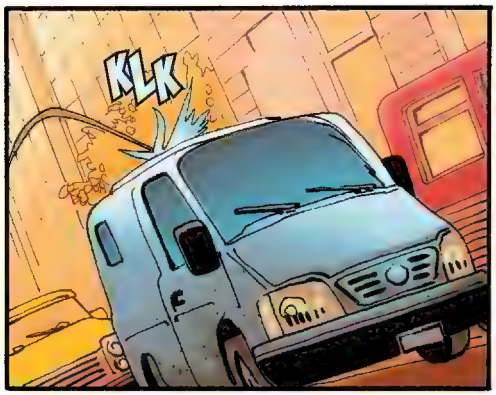

...I'll be right back--


SLAM
--I'm going to see if I can add your friend before the cops show up.

What the--?!
SKREEEECH

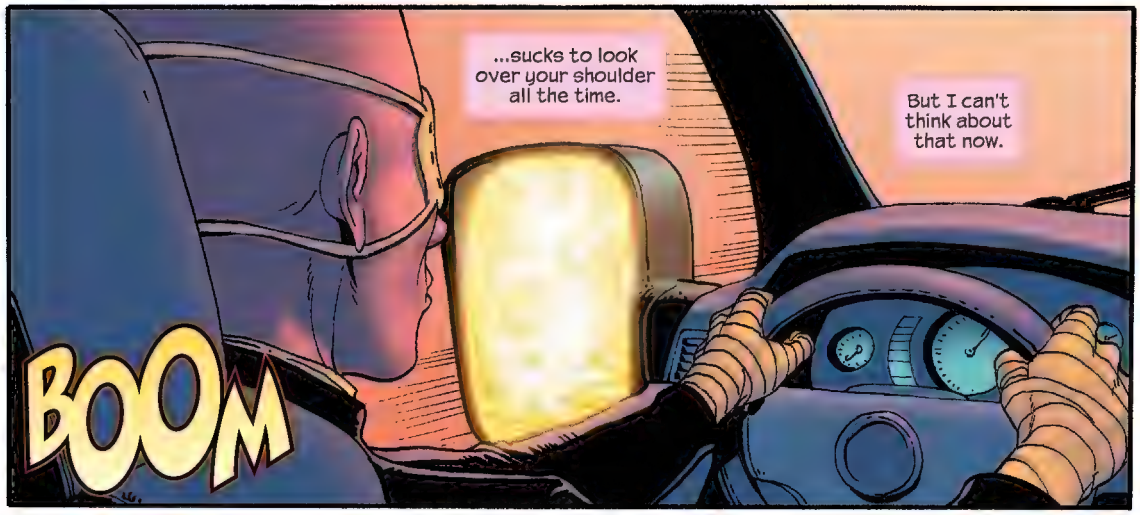
Time to sell off your wares, sucker.
Still got it, heh...

Maybe part of this game is dealing with the unpredictable.
CHFF


KLK

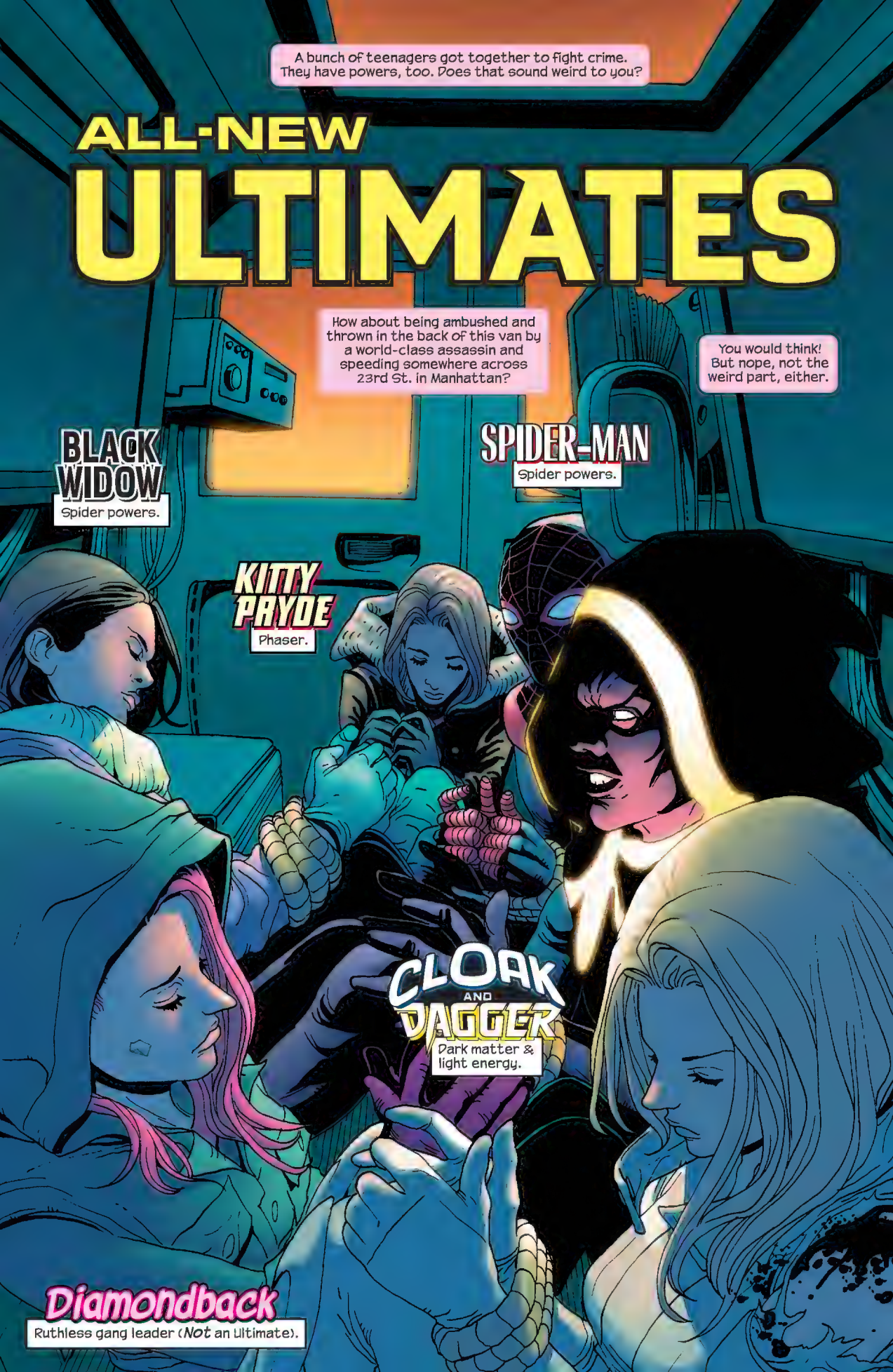
And I get it, you don't have to wear a mask to deal with *that*...

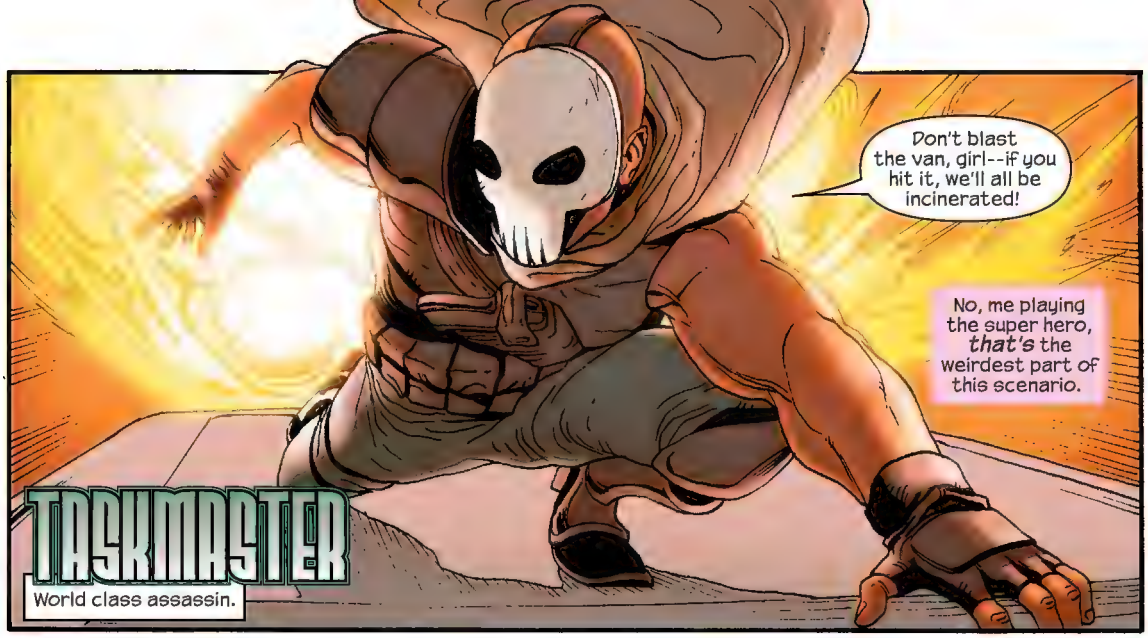
...but this lifestyle makes you tense, paranoid...
CRSHSH

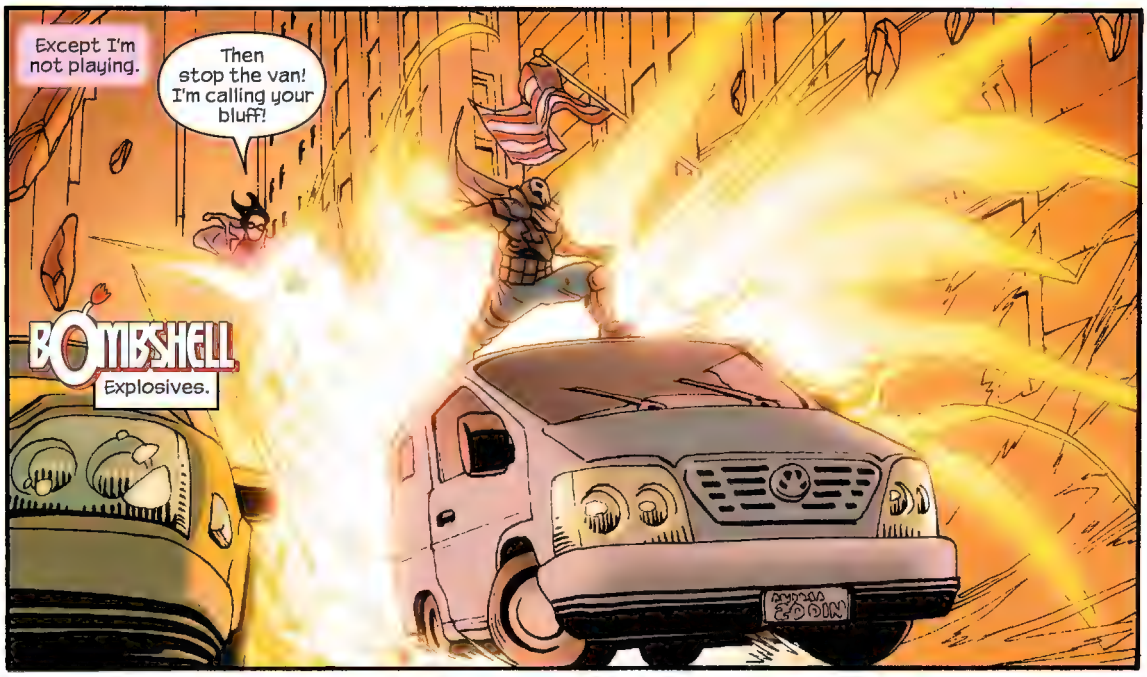

...sucks to look over your shoulder all the time.
But I can't think about that now.
BOOM

GET BACK HERE!
Seriously, *#@*% my instincts!
HOTEL
DINER

SONA


A bunch of teenagers got together to fight crime. They have powers, too. Does that sound weird to you?
ALL-NEW
ULTIMATES
How about being ambushed and thrown in the back of this van by a world-class assassin and speeding somewhere across 23rd St. in Manhattan?
You would think! But nope, not the weird part, either.
BLACK WIDOW
Spider powers.
SPIDER-MAN
Spider powers.
KITTY PRYDE
Phaser.
CLOAK AND DAGGER
Dark matter & light energy.
Diamondback
Ruthless gang leader (Not an Ultimate).

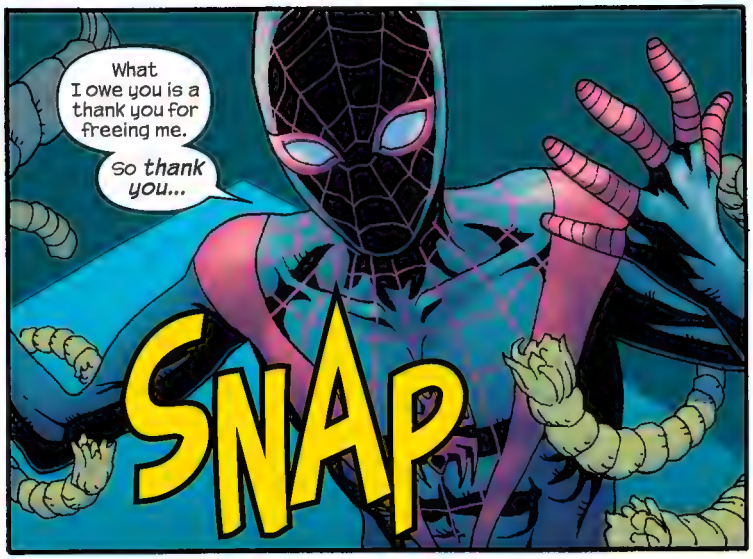

Don't blast the van, girl--if you hit it, we'll all be incinerated!
No, me playing the super hero, *that's* the weirdest part of this scenario.
TASKMASTER
World class assassin.

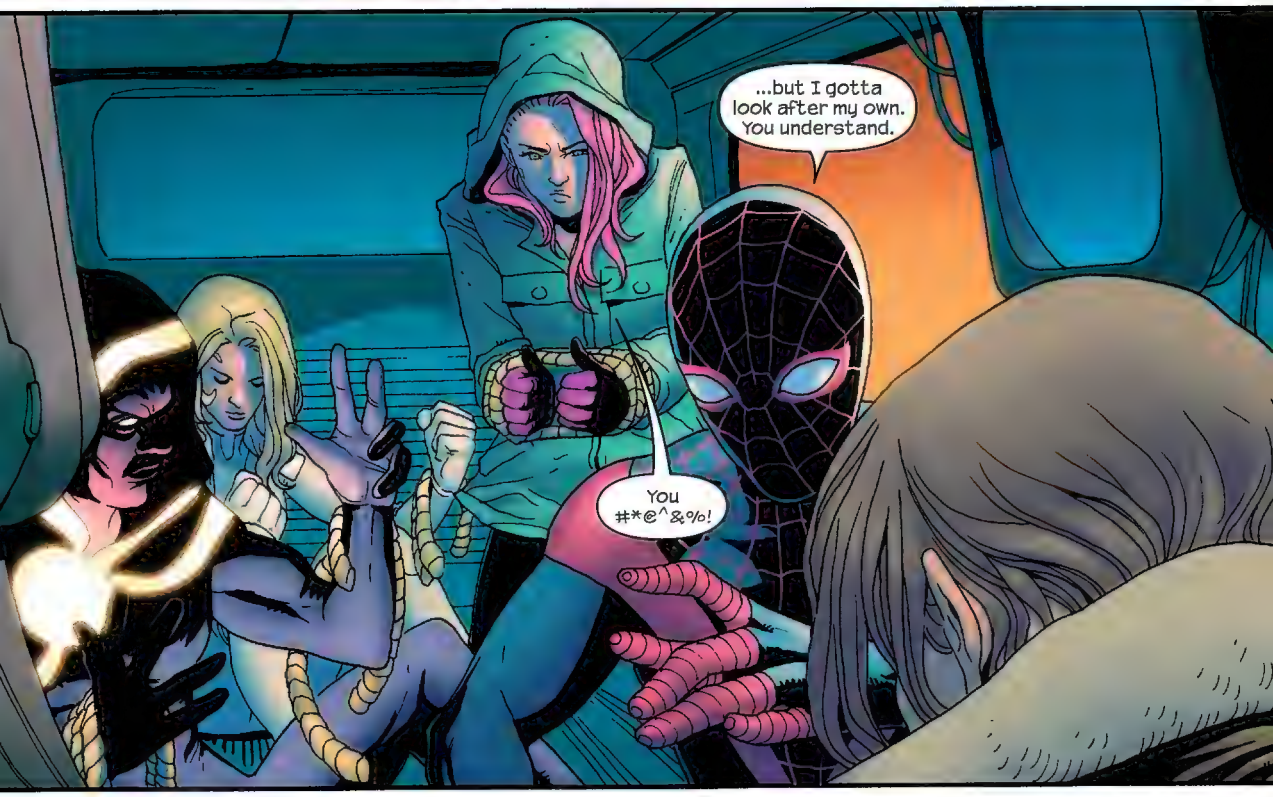

Except I'm not playing.
Then stop the van! I'm calling your bluff!
BOMBSHELL
Explosives.

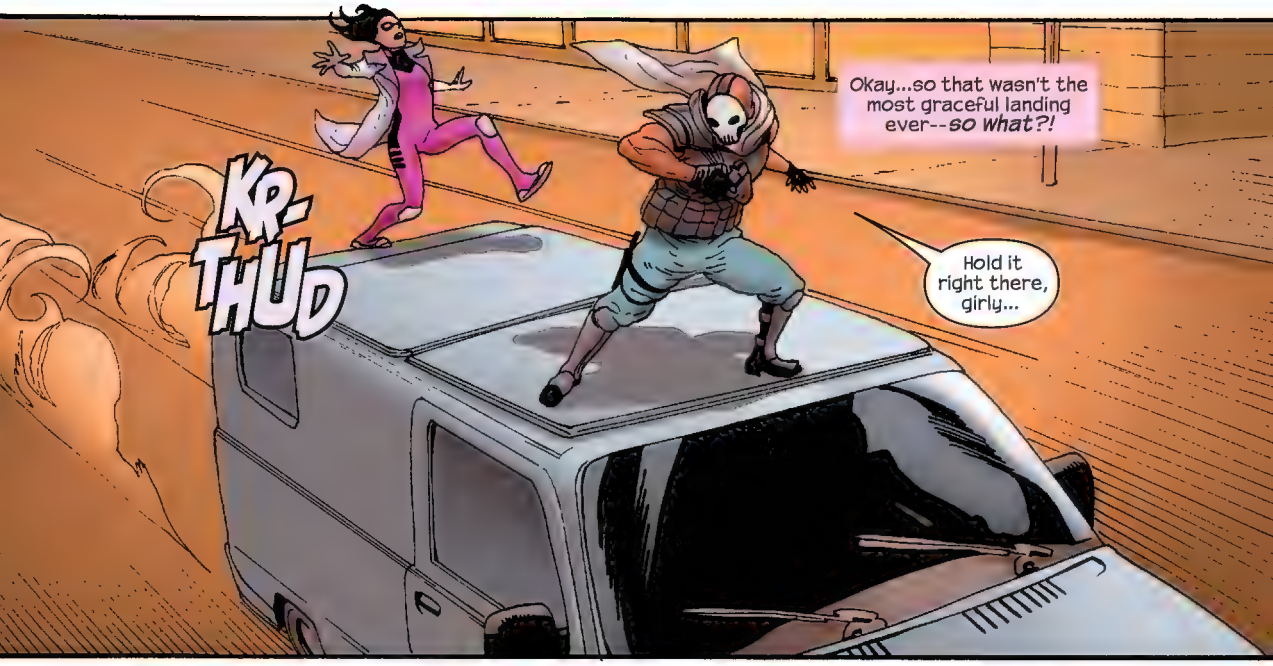
RAP RAP
Took a peek at the driver and are you kidding me? He looks like a *Serpent Skull!*
We put that gang away. Does that mean--?
Rachel, wake up already!
SIDEWINDER
Diamondback's partner.

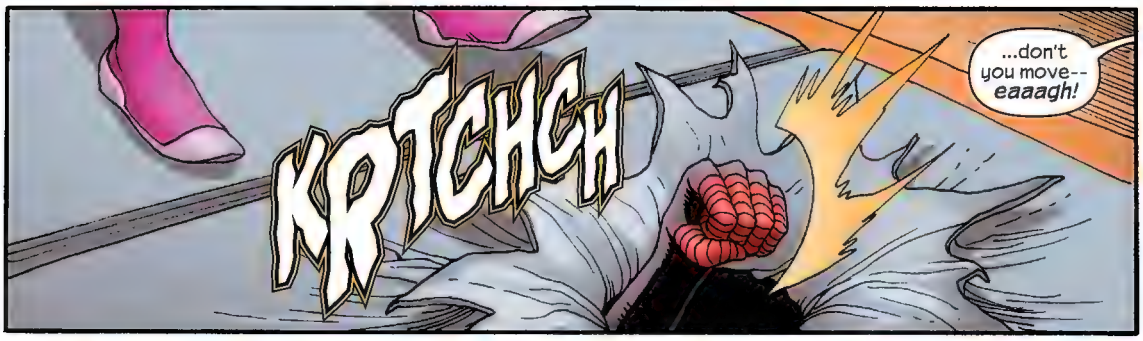
I hear you, Sidewinder! Now *stop* the van!
Hey, Spidey, c'mere...I got something for you.
As long as it's not a kiss.
What, like the one you tried landing this morning? No, thanks.

You know what this means, right?
Uh, that you're good at getting out of tight spots?
That you owe me *your life.*

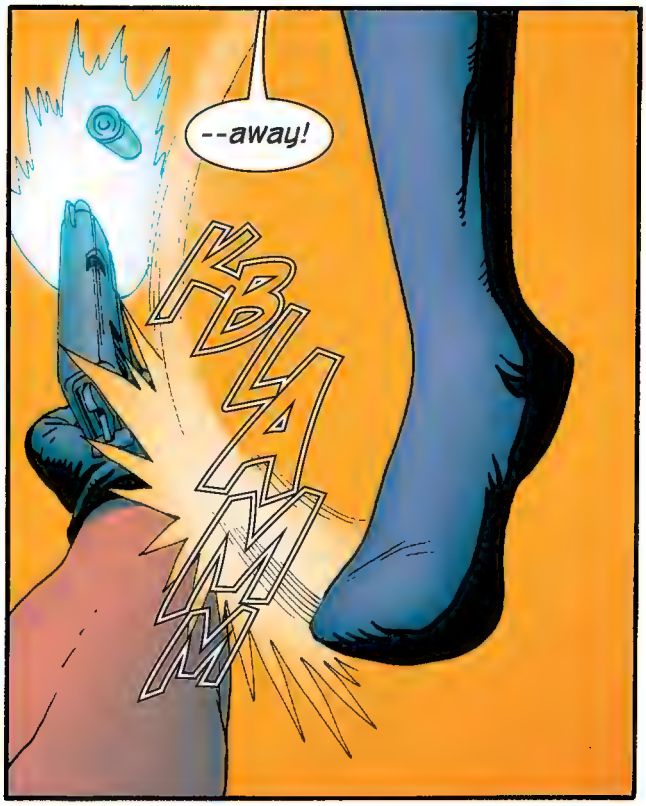

What I owe you is a thank you for freeing me.
So *thank you...*
SNAP


...but I gotta look after my own. You understand.
You #*@^&%!


KR-THUD
Okay...so that wasn't the most graceful landing ever--*so what?!*
Hold it right there, girly...


KRTCHCH
...don't you move--*eaaagh!*

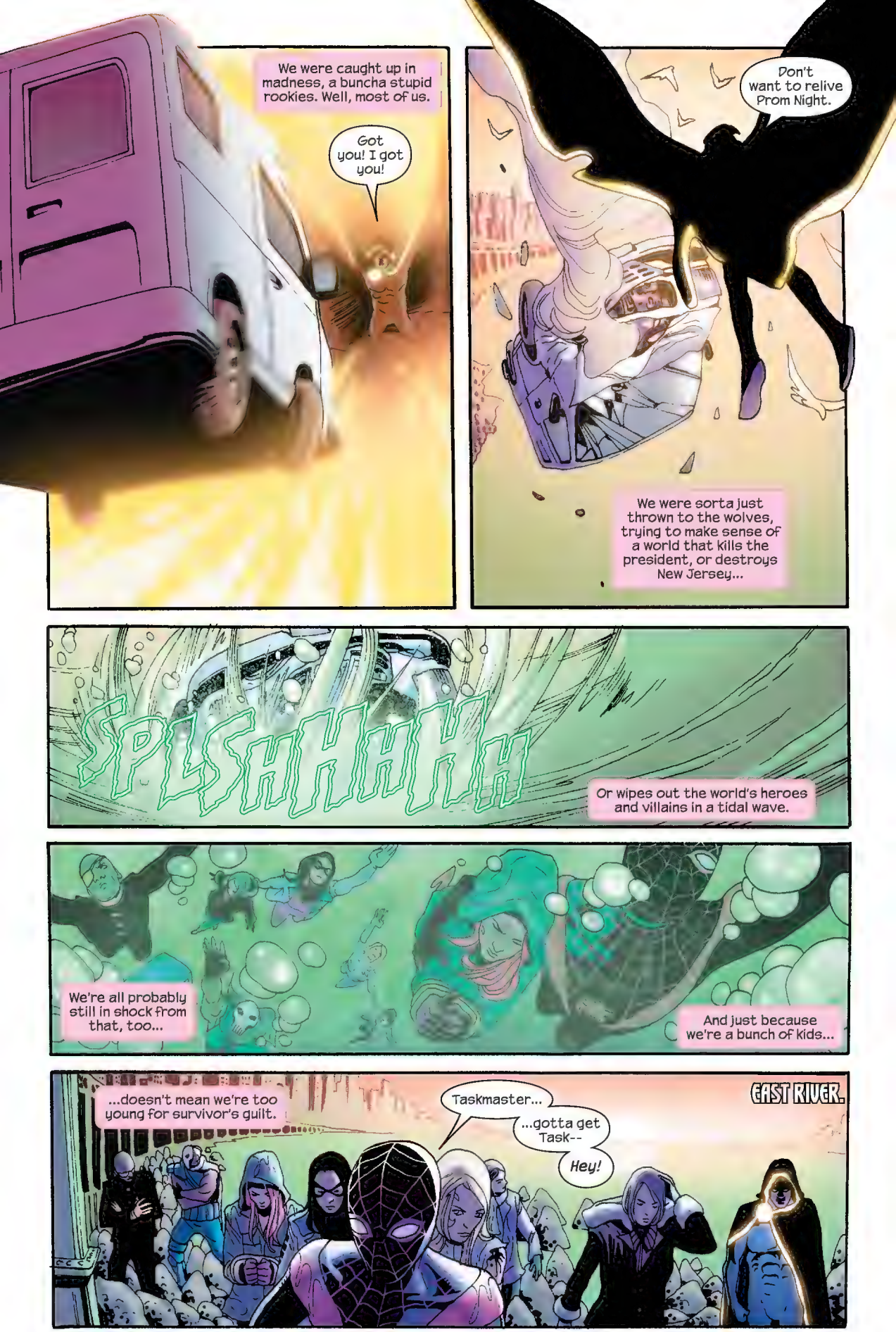
You put this thing on cruise control or what?
Hey, hey, hey, put that--

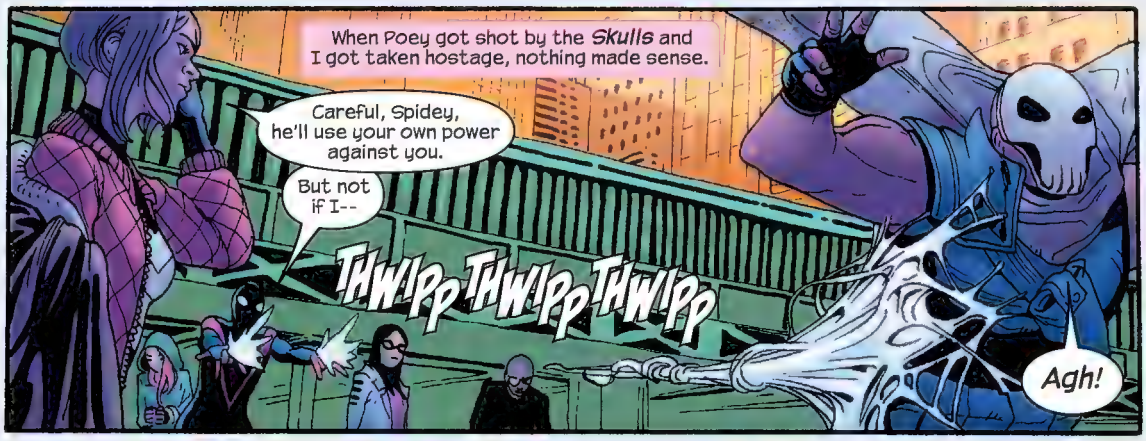

--*away!*
KBLAMM

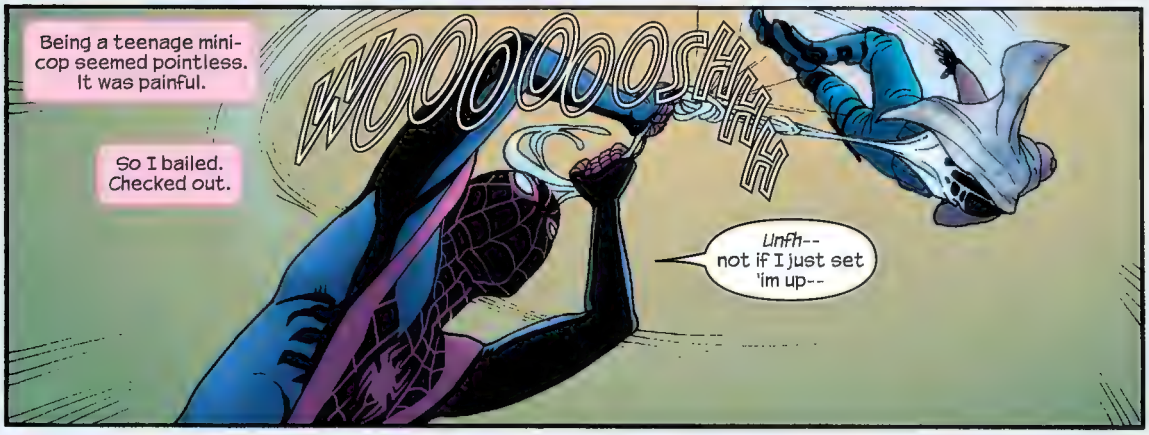
YRAAAGHR!
SHNK

You shot the driver?
Wasn't me!
Make room, guys. This isn't good.

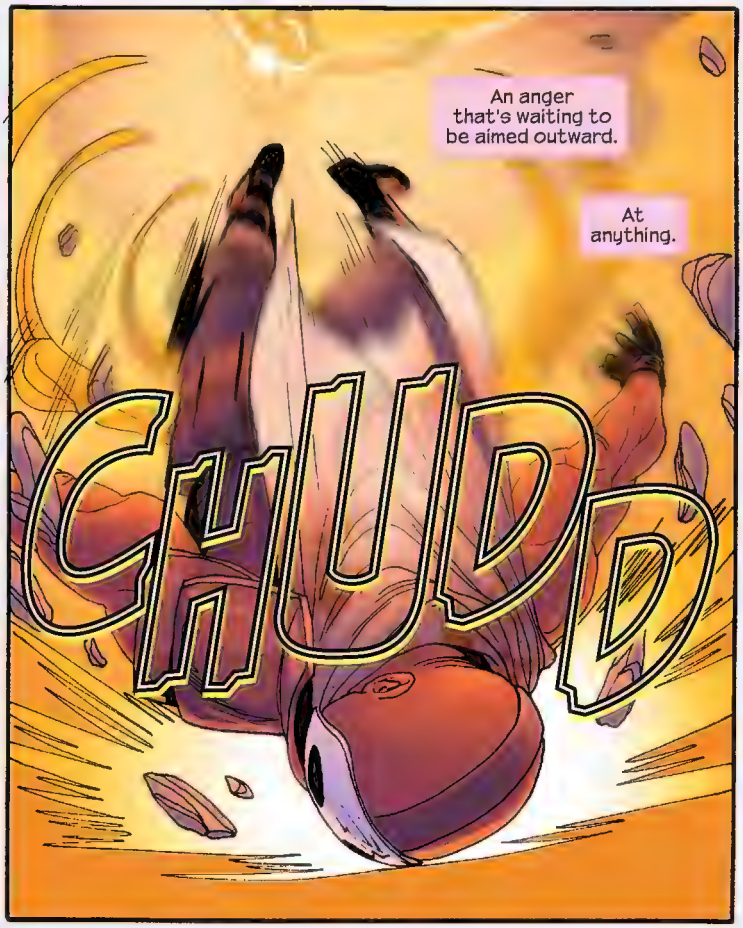
SCREEECHCHCH
KRASH
Cloak! Teleport us!
I'm a little embarrassed to admit that I thought being part of a team was supposed to... I don't know...*mean* something.
We had a chance, and I think we blew it.


We were caught up in madness, a buncha stupid rookies. Well, most of us.
Got you! I got you!
Don't want to relive Prom Night.
We were sorta just thrown to the wolves, trying to make sense of a world that kills the president, or destroys New Jersey...
SPLSHHHHH
Or wipes out the world's heroes and villains in a tidal wave.
We're all probably still in shock from that, too...
And just because we're a bunch of kids...
EAST RIVER.
...doesn't mean we're too young for survivor's guilt.
Taskmaster...
...gotta get Task--
Hey!


When Poey got shot by the Skulls and I got taken hostage, nothing made sense.
Careful, Spidey, he'll use your own power against you.
But not if I--
THWIPP THWIPP THWIPP
Agh!


Being a teenage mini-cop seemed pointless. It was painful.
So I bailed. Checked out.
WOOOOOSHHH
Unfh-- not if I just set 'im up--

But now I'm back, and I'm still angry--
KUHBOOMMM
Me 'n' Cloak will knick him down.


An anger that's waiting to be aimed outward.
At anything.
CHUDD

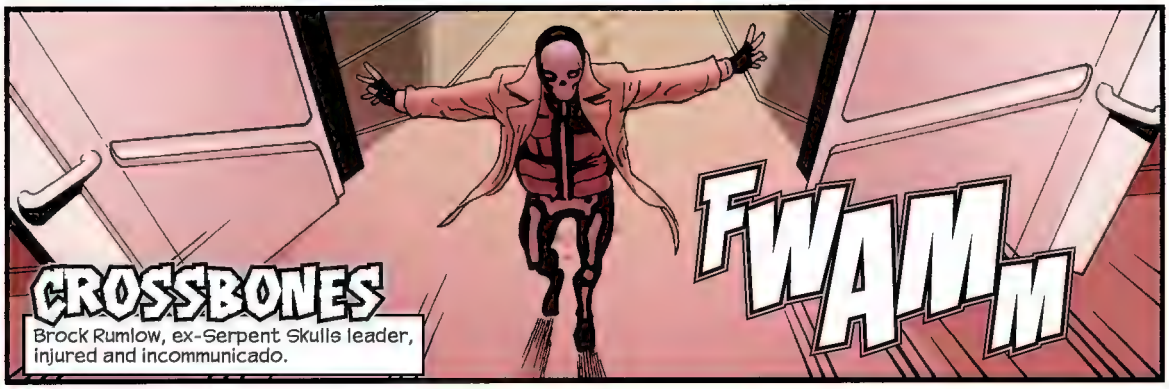
At anyone.
Diamondback.
Ahk! Hey, hey...stay cool, girl.
That drug you gave me, you knew I would still get to see and remember everything, huh? Every little detail.
You knew.
It wasn't me who pulled the trigger on your boyfriend.
You knew I would have to stand there and stare at what was left of Poey.
P-please, I--
Who will be there to watch over your body? If I were to blow a hole through your head, who would even show up to see?
WHO?!
...
Not even worth finding out.
We do mean something. We're super heroes. And that includes me.
FFZSHHH

MEANWHILE...
Shouldn't have taken out the guard.
SQSH
SQSH

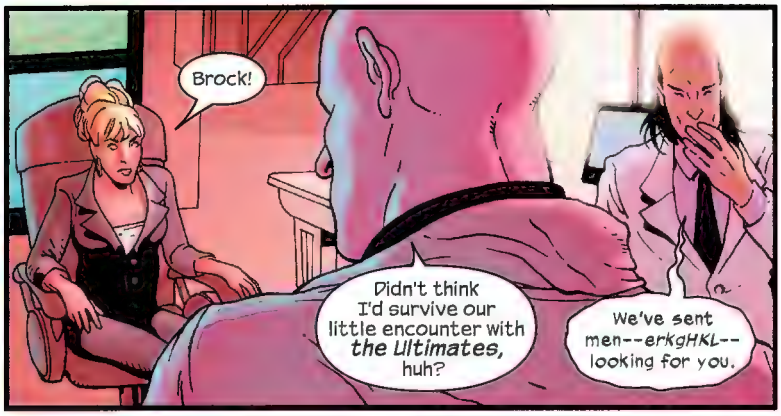
Wound not healed yet.
Hopeless...
No...
Secretary won't be calling anyone anytime soon, either.
I hope she's not fatally...

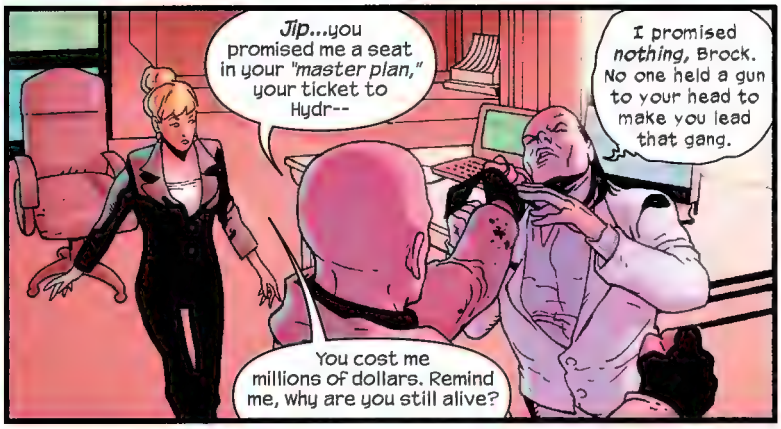
I'm not thinking right.
Been days since I've eaten.
Or seen the sun.
Finally made it here, though.
What went wrong?

Why did I jump ship...to these fools?
Wasn't money...it was *power.*
Now I have nothing.
Except one more chance...
...to cut my losses.


FWAMM
CROSSBONES
Brock Rumlow, ex-Serpent Skulls leader, injured and incommunicado.

DELADIER TOWER, UPTOWN.
Where've you been? I couldn't wait any longer so I've come to the source. I've come to get mine.
You're not looking so good, Jip. Inhaling an entire drug shipment not agreeing with you?


Brock!
Didn't think I'd survive our little encounter with *the Ultimates,* huh?
We've sent men--*erkgHKL*--looking for you.


*Jip...*you promised me a seat in your *"master plan,"* your ticket to Hydr--
I promised *nothing,* Brock. No one held a gun to your head to make you lead that gang.
You cost me millions of dollars. Remind me, why are you still alive?

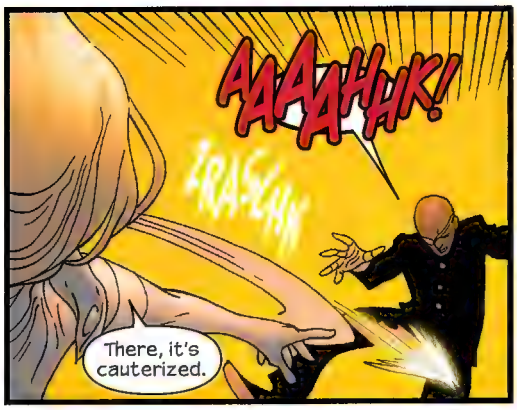
Good--question.
What the--
KR

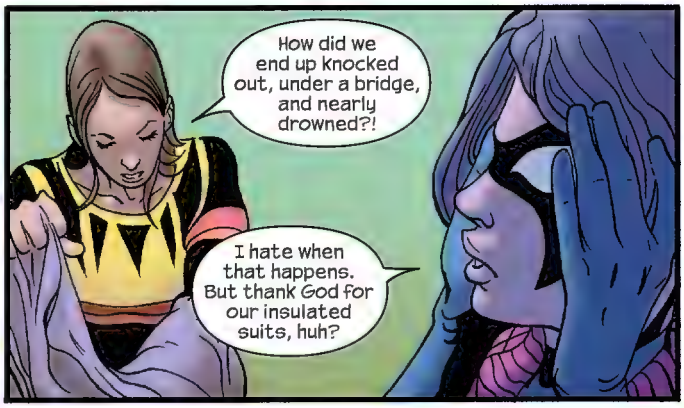
Should I remind you that it was *your* people--who bungled the shipment--our shipment--the one I in--*HAK*--inhaled? I applaud your checking in, Brock...
KRKRKHH

...but you really--*really* came at a bad time.

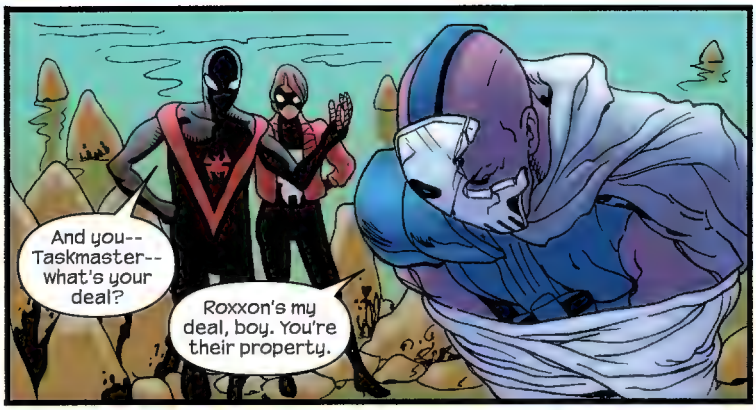
YAAHRGLGLKRK
Hih-hih-hih-hih
RRRAAAAAGHHHHH!
So that's the untested drug you wanted our gang to unleash?

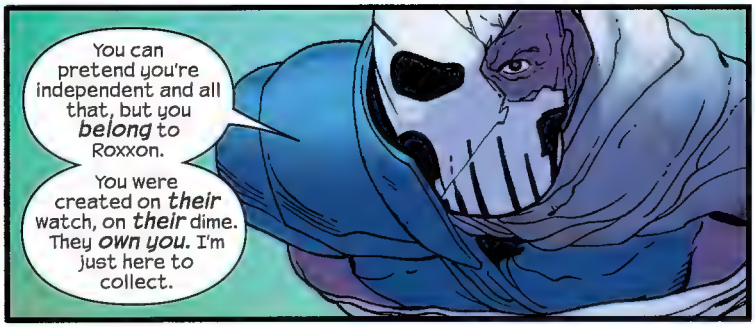
EAST RIVER.
Did you think I just flipped out back at the church because I wasn't in a good mood?
I didn't know! You dropped out for a while, remember? You barely spoke to us!
We can talk about this later. Taskmaster's--
Why were you even with her?
She was trying to get the drop on me with this dork.
Who you calling a dork? And was that before or after you guys made out?
Now do you mind?! I'm bleeding to death!


AAAAHHK!
There, it's cauterized.


How did we end up knocked out, under a bridge, and nearly drowned?!
I hate when that happens. But thank God for our insulated suits, huh?

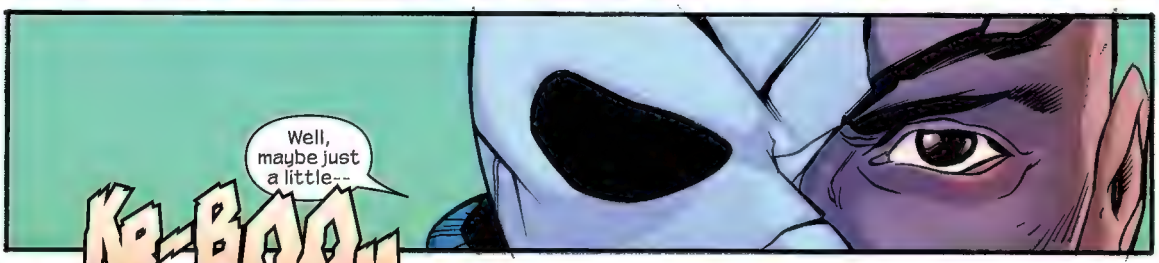
Tandy, about the other night... I don't want to fight you any longer... I'm sorry.
Later, Ty. Let's talk things out later, okay?


And you-- Taskmaster-- what's your deal?
Roxxon's my deal, boy. You're their property.


You can pretend you're independent and all that, but you belong to Roxxon.
You were created on their watch, on their dime. They own you. I'm just here to collect.

"I read your dossiers. What, you're a Spider-Man clone, except you got to skip the awkward, adolescent part? Congratulations.
"You got bitten by a radioactive spider--owned by *guess who*--and then you got all those awesome powers. I hope you sent them a thank you card at least.
BANK
"How about you? They hooked your mom up *and* you got the best part of it by *not* being in jail. Why are you even fighting this?
"As for you two, you got killed...*killed. Dead. DOA.* But they brought you back. *And* they gave you powers. Why are you *not* kissing their butts?"

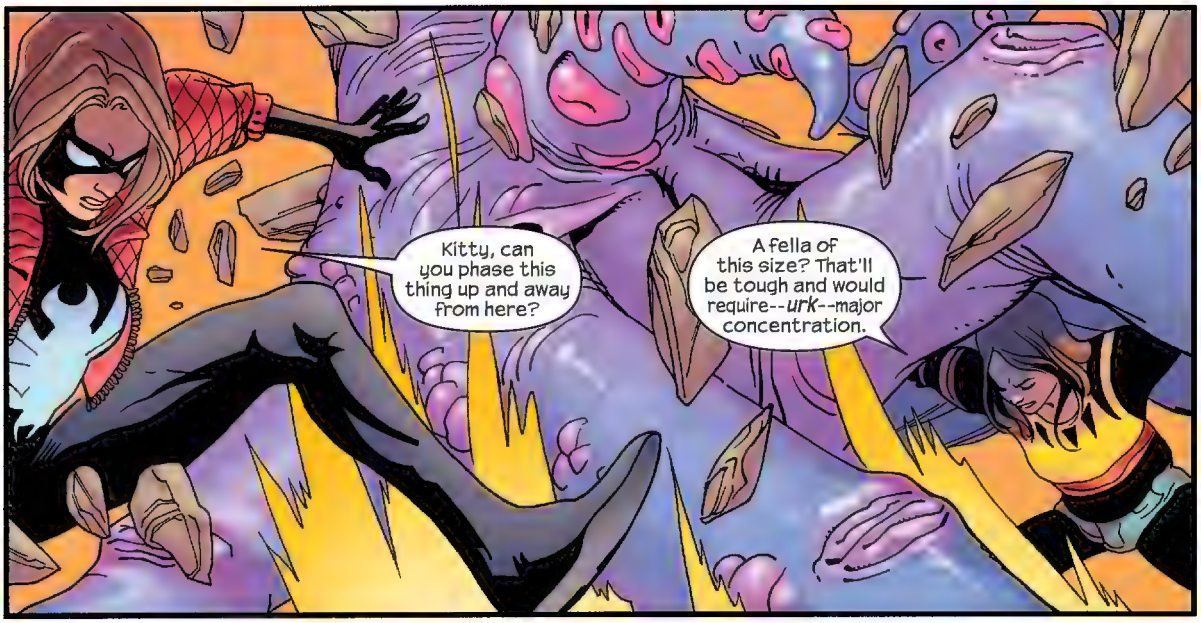
I don't know what led *you* to get involved with these people, Miss Pryde, but I wouldn't have minded turning a world heroine like yourself as a bonus.
You wouldn't even exist without them. What a load of ingrates.
Well, Roxxon still has that contract--and I'm still looking for work.
I'm a repo man.
Nothing personal.

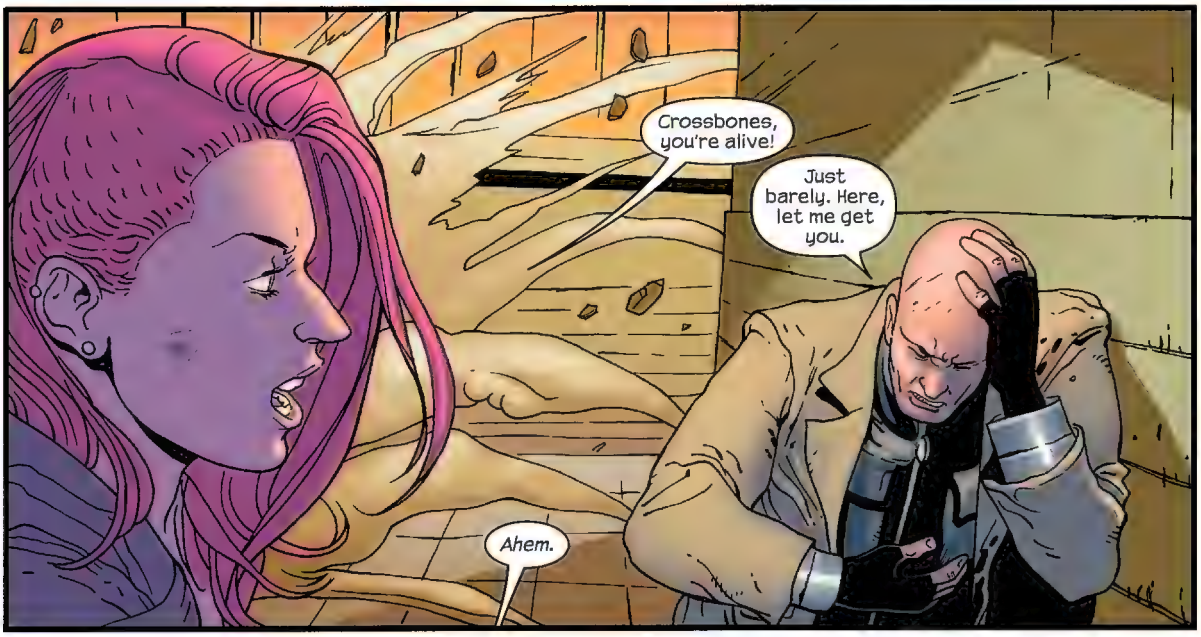

Well, maybe just a little--

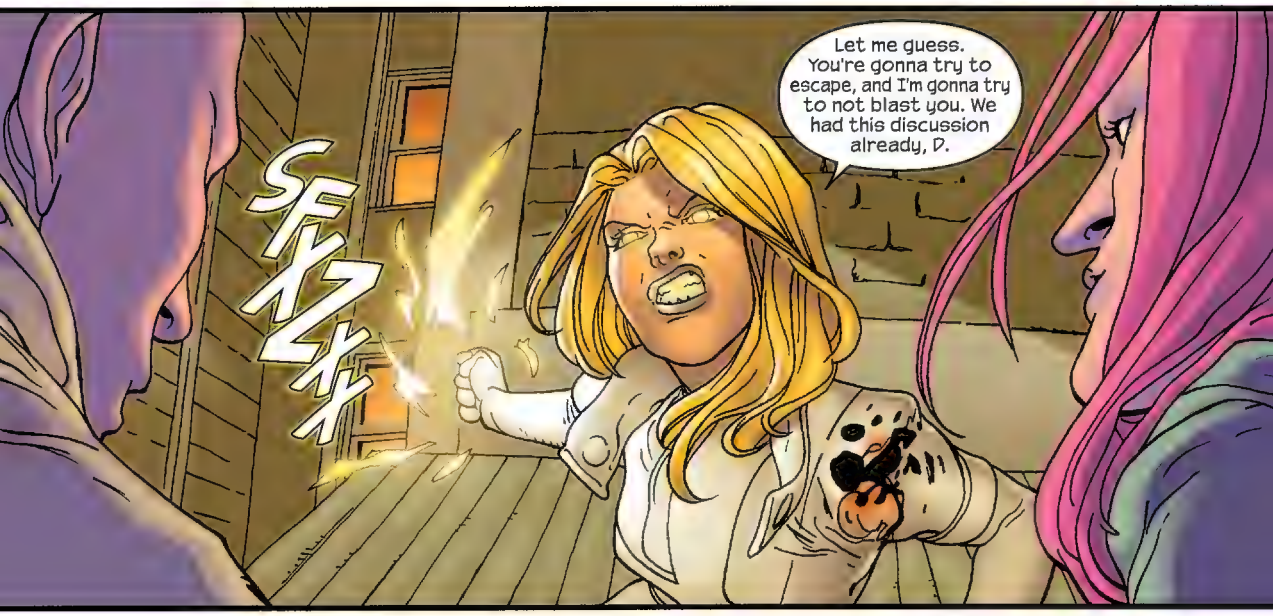
KR-BOOM
What the--?!
... Tell me we still have those *"giant"* pills Kitty used on Galactus.
We're going toe to toe with that thing. *Let's go!*

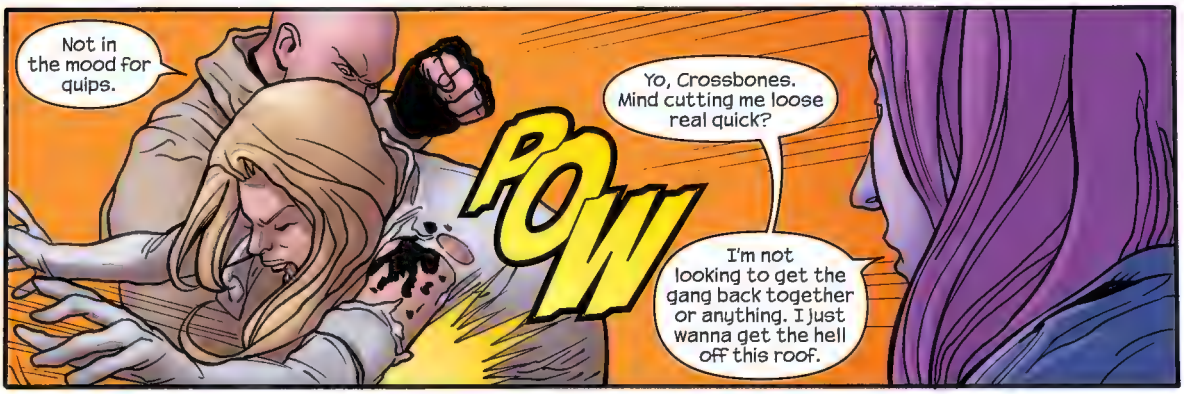
Ecstasyyy-- pleeeeeease help--
RESCUE!!!

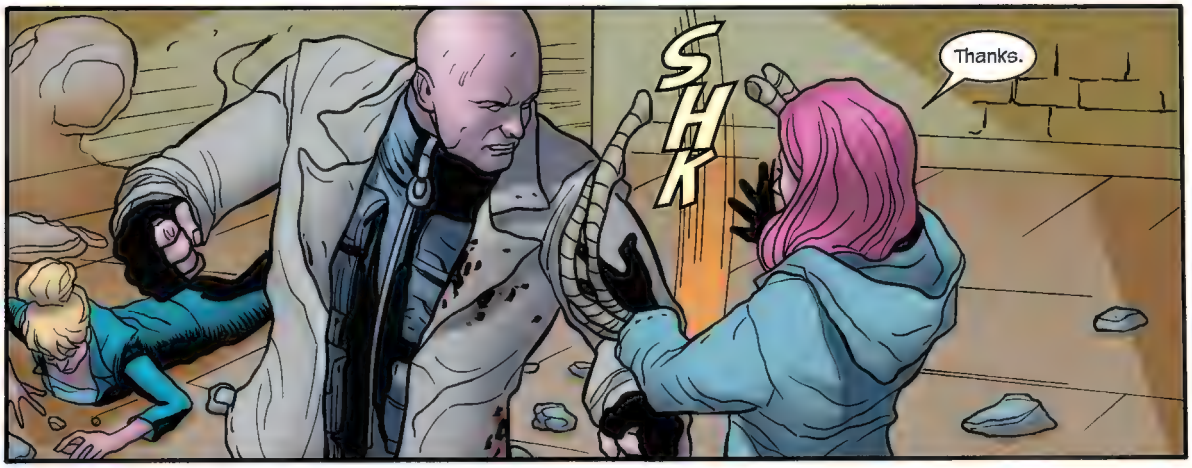
You heard the man...help him--HEY!
Jip, drop us now!
KRITTTCH
Aaaaah!
Whoa, whoa! I got you!
KRUNCH
Wait, is that--Crossbones?!
We literally have bigger things to worry about.
Cloak, start transporting every civilian you see in that building!
On it.
Ow!


Kitty, can you phase this thing up and away from here?
A fella of this size? That'll be tough and would require--*urk*--major concentration.


Crossbones, you're alive!
Just barely. Here, let me get you.
Ahem.


Let me guess. You're gonna try to escape, and I'm gonna try to not blast you. We had this discussion already, D.
SFXZZZT


Not in the mood for quips.
POW
Yo, Crossbones. Mind cutting me loose real quick?
I'm not looking to get the gang back together or anything. I just wanna get the hell off this roof.


SHK
Thanks.

Good luck with that, but me?

I have some unfinished business to take care of.
CHK

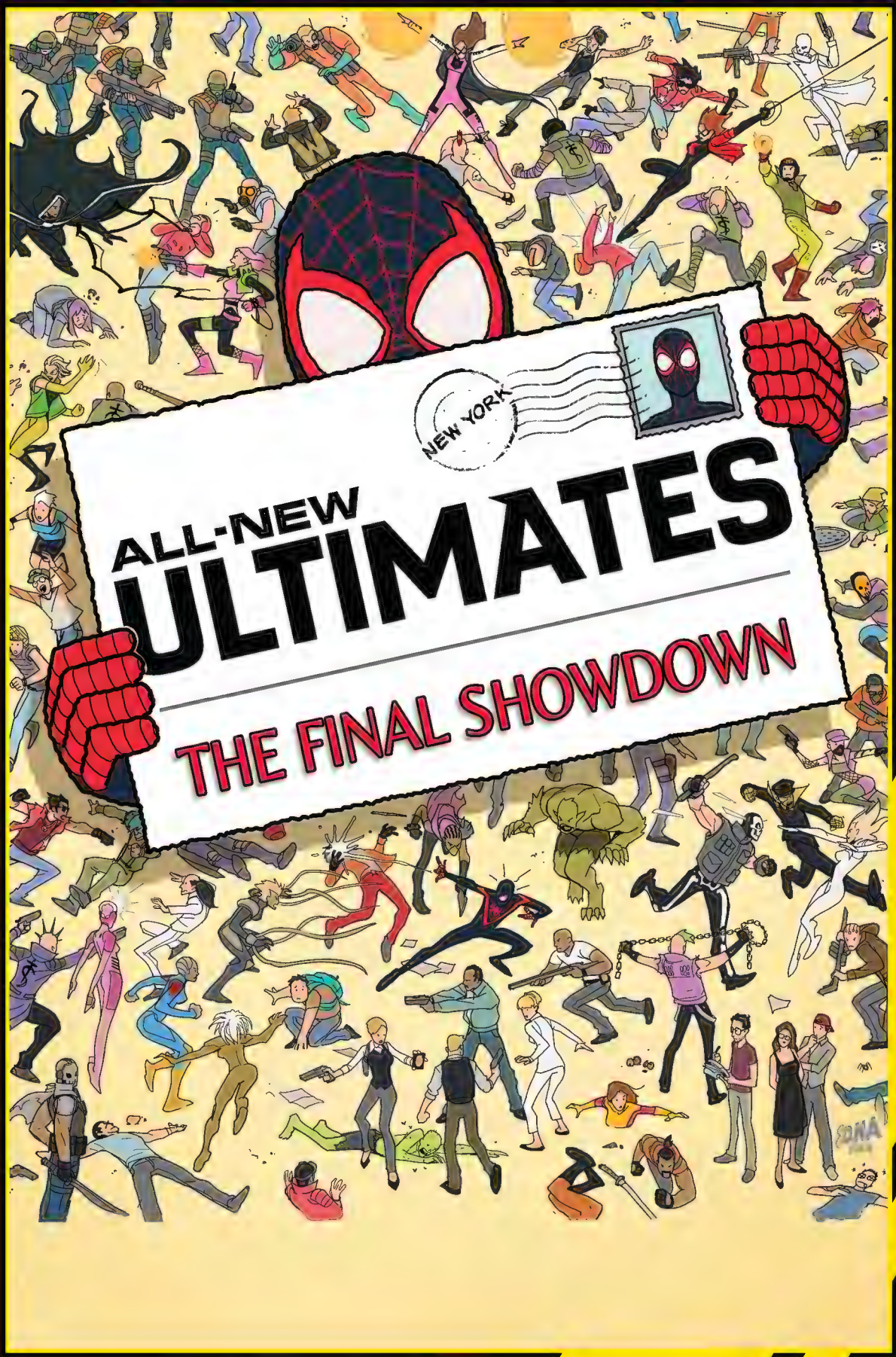
You're seriously still trying to fight us? Come on, man, would it kill you to--

--AGHK!
THOOM
I'd love to stick around, but I know when I'm outgunned.

Nothing about a monster in the contract!
GAHH!
FWZZZ
Where are you going, pookie?

Sniper!
No.
Not a sniper.

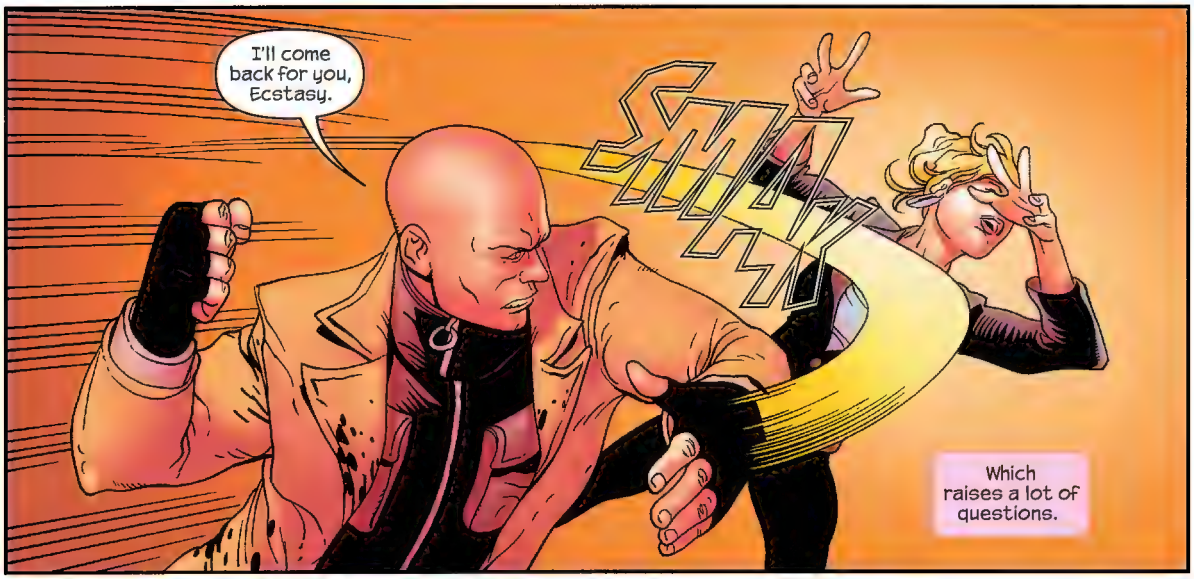
Did I say being a hero was weird? I take that back. I got nothin' on these guys.
TERROR INC.
wants to have a word with *you* and everyone on this rooftop!

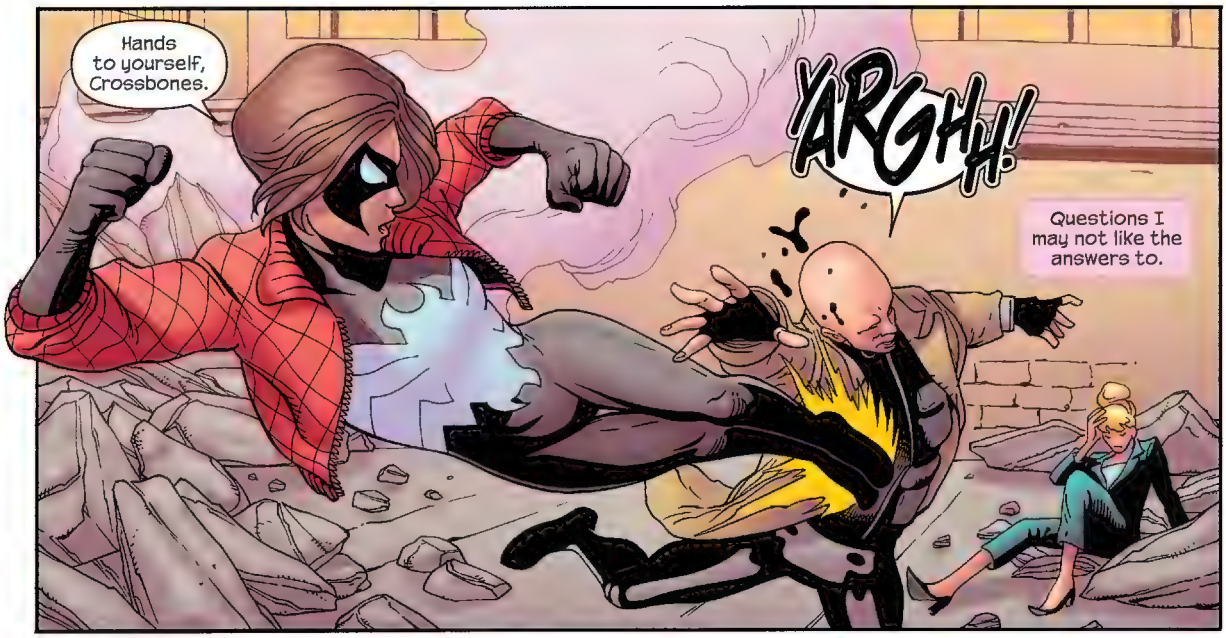

NEW YORK
ALL-NEW
ULTIMATES
THE FINAL SHOWDOWN

What we have is a super-powered team of teenagers...
Spider-Man
Kitty Pryde
Bombshell
Cloak
Black Widow
Dagger
Taskmaster
...standing next to their mortal enemies on a rooftop.
Sidewinder
Ecstasy
Crossbones
Diamondback
And now some vigilante ex-cops crash the party?
Crippler
Terror
Brigid O'Reilly
Bengal

DELADIER TOWER, UPTOWN.
Then there's... *that.*
Maybe I should think twice next time I decide to put on this Bombshell costume.
RAAAAGGHH!

So here we are. Fighting for our lives.
Listen up, everyone! Run towards me!
Again.
Trying to save the city.
Again.
And now, in the middle of it all, the thought that I've been trying to neglect just pops into my head.
Poey wasn't a very good boyfriend.

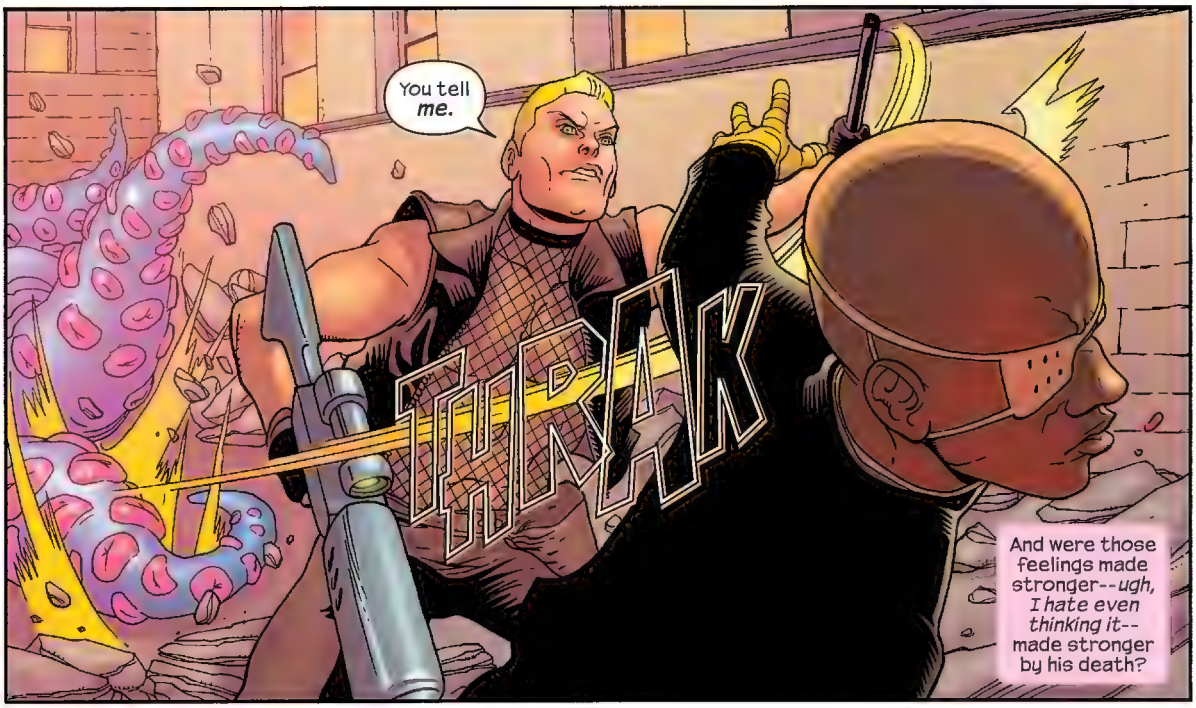

I'll come back for you, Ecstasy.
SMAK
Which raises a lot of questions.


Hands to yourself, Crossbones.
YARGHH!
Questions I may not like the answers to.

Sorry about that, ma'am.
Uh, we don't do that.
Kill him before he gets away!
Well...
...feel free to put up a fight.
Have I used his death as an excuse to cop out?

Nice outfit, leather *dad.*
Did I care about Poey as deeply as I think I did... *before* he died?

Are you a real badass or you just like dressing the part?
Or did I like... just being in love?


You tell *me.*
THRAK
And were those feelings made stronger--*ugh, I hate even thinking it*--made stronger by his death?

Whoa, aren't you going to free me first?
Was it guilt? Remorse? Did I have it in me to really be heroic only *after* seeing my boyfriend's body on his apartment floor?
Don't let Taskmaster get away!
I guess you don't care if I hand you your ass with my arms tied.
I hate that it took *that* tragedy to make me realize what I had in me.
That's for shooting me when I wasn't looking!
ZZTT
Poey...his death was senseless, but it doesn't have to be pointless. It's landed me here, after all.

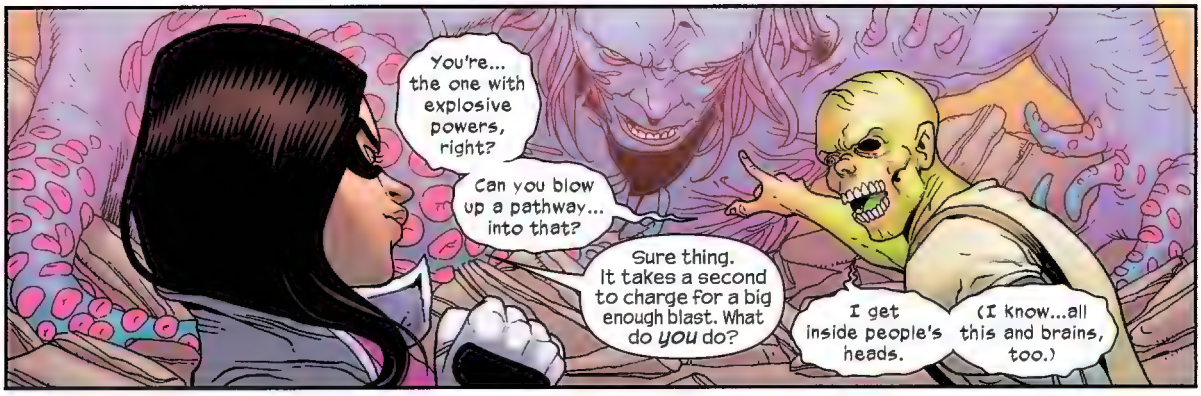
Landed me right at this very second, fighting one of his killers.
Acting all tough ain't gonna bring your man back, Bombshell. Give it up.
You're right, but it helps. Anyway, who's acting?
KRTHOWZ
I got her covered, girl. You take care of that creature.
Sure. I won't say anything if she "accidentally" got crushed by one of these tentacles, FM.
She's a killer, but she's a coward. She's not running anywhere.
Isn't that right, Diamondback?

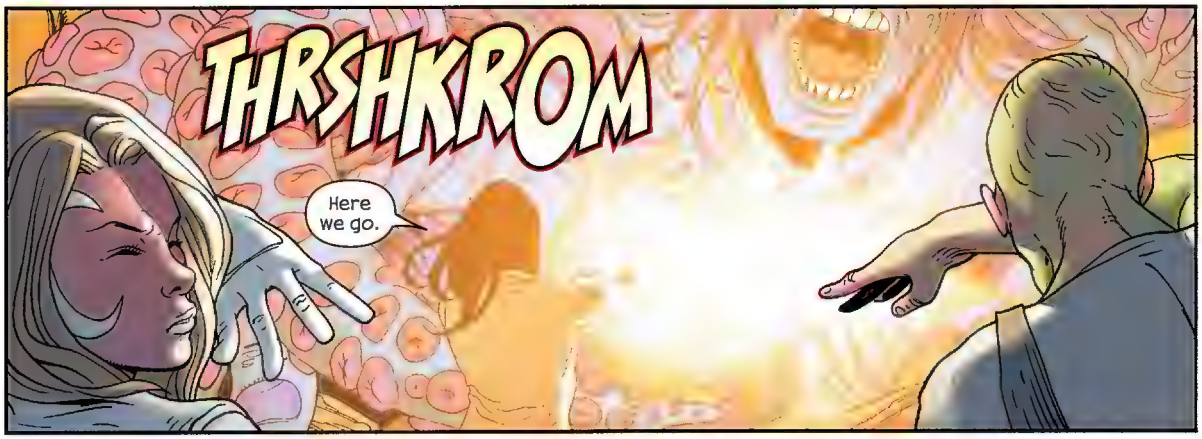
H-helll-p m-m-mhhh...
Glearghghghg

C-can someone please just calm him down or knock him out or--
Eshx-- Extah-- see
Cuh- MERE

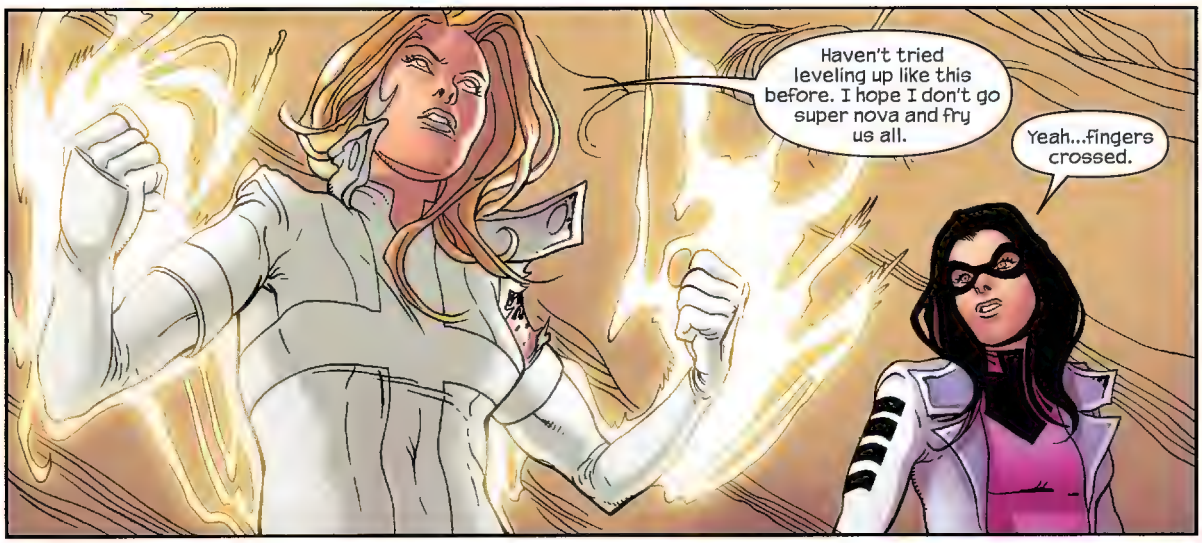
KRUNCH

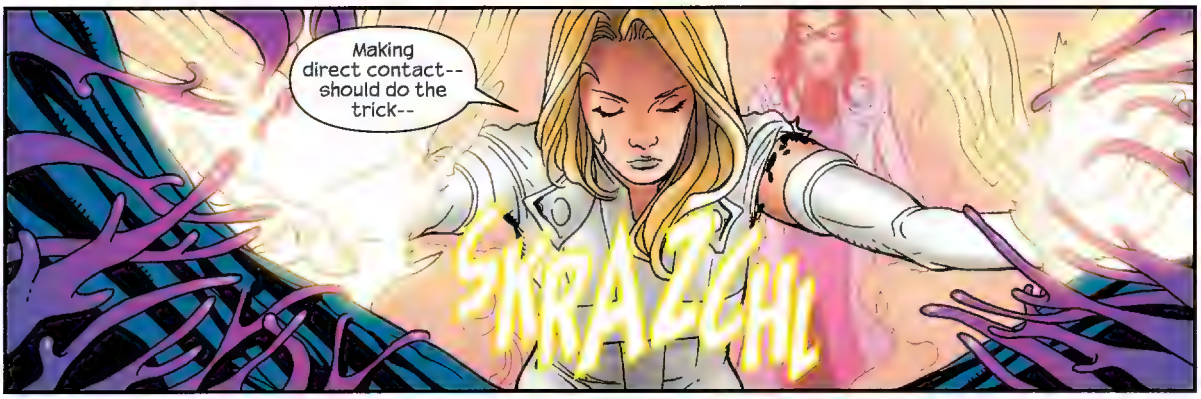
Terry! You're up!

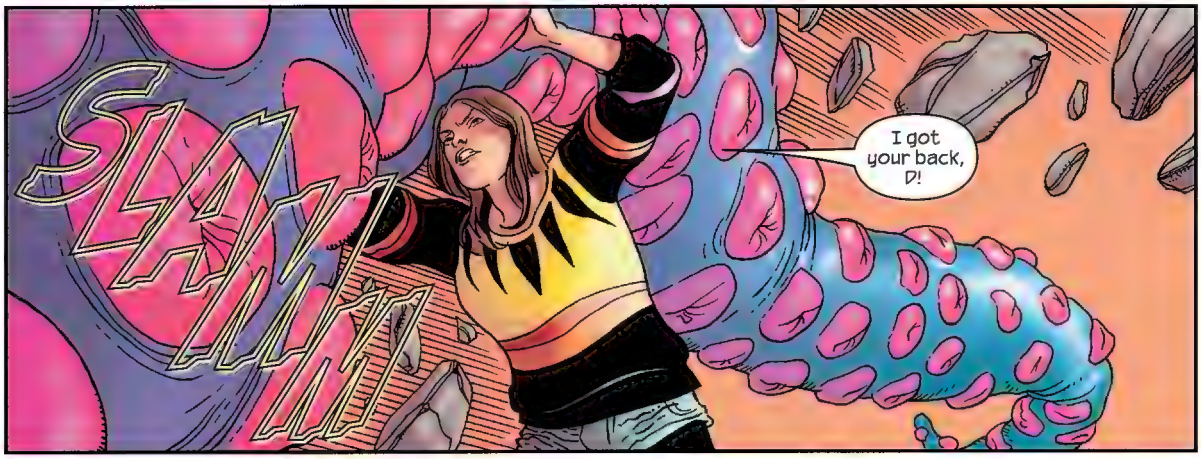

You're... the one with explosive powers, right?
Can you blow up a pathway... into that?
Sure thing. It takes a second to charge for a big enough blast. What do *you* do?
I get inside people's heads.
(I know...all this and brains, too.)

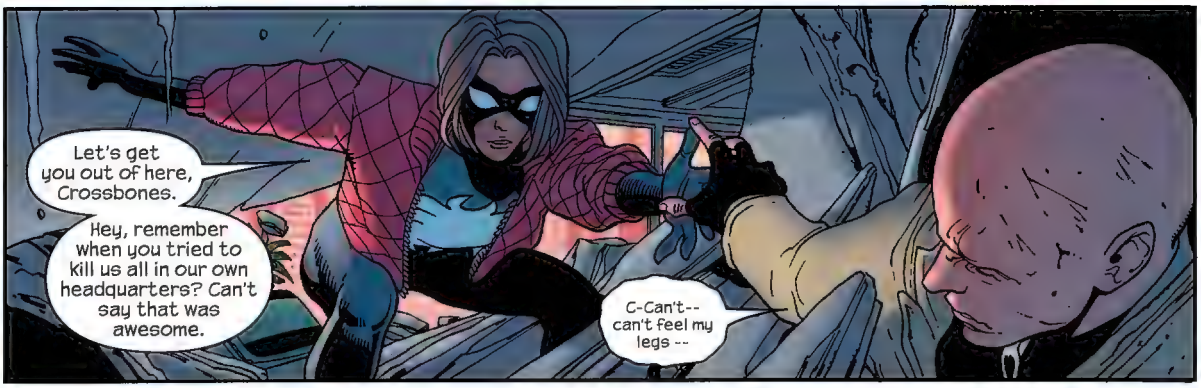

THRSHKROM
Here we go.

All right, I'm going in! Gonna... try to talk to it and calm it down.
Okay, then. I still have to recharge. Dagger?

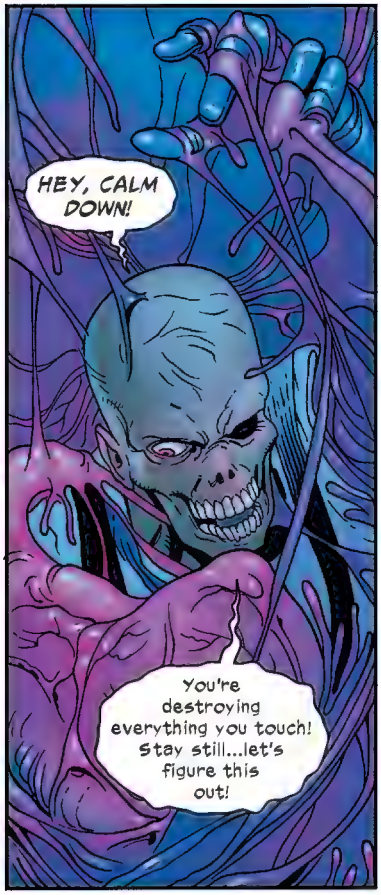

Haven't tried leveling up like this before. I hope I don't go super nova and fry us all.
Yeah...fingers crossed.


Making direct contact-- should do the trick--
SKRAZCHL


SLAM
I got your back, D!


Let's get you out of here, Crossbones.
Hey, remember when you tried to kill us all in our own headquarters? Can't say that was awesome.
C-Can't-- can't feel my legs --

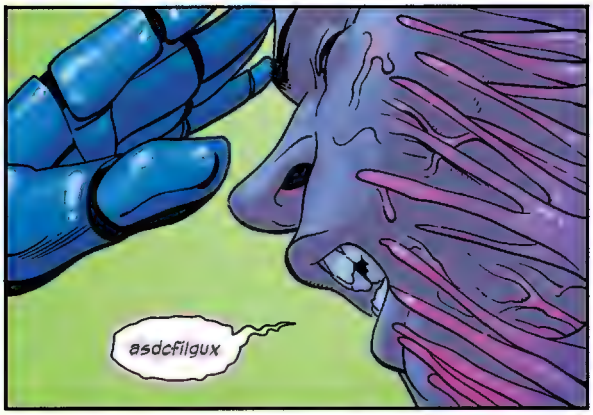
VMMMVMMMVVV


HEY, CALM DOWN!
You're destroying everything you touch! Stay still...let's figure this out!

There you are. Don't...kill me, man. We're all...
Sdfalh
Puh-pain
Tell me all about it.

Mr. Jip, is it? All right...
ZZAT
Aw, gee...you accidentally inhaled... all those experimental drugs. Your system was in shock...I'm sorry, man...
Can't think
wun
wunt tuh die
Okay, if that's how it goes... then just...

...don't fight it.
I'm the last person to give...that advice. But right now you're hurting others...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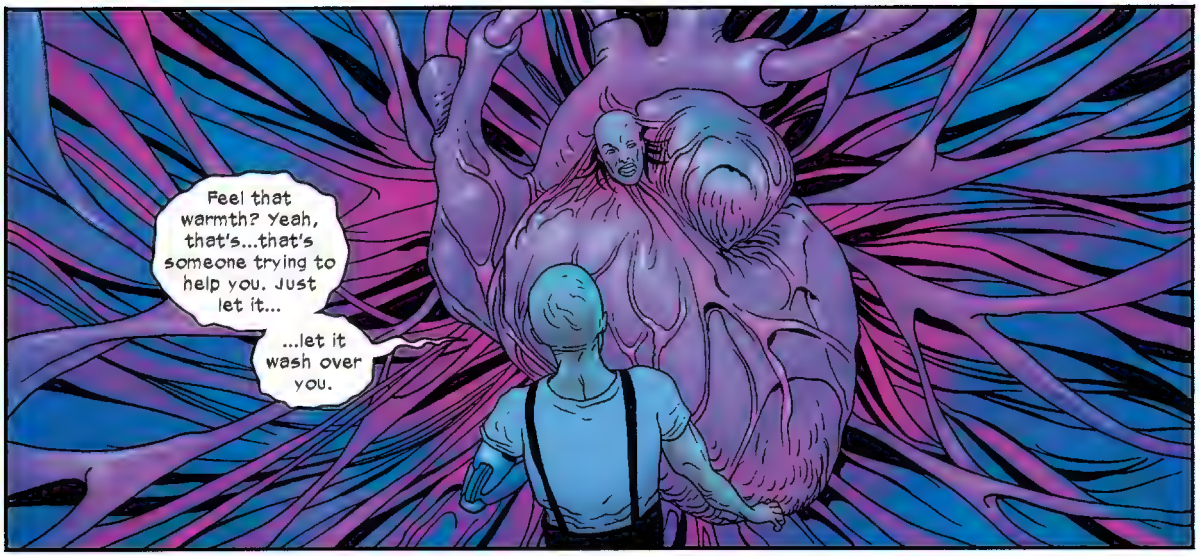
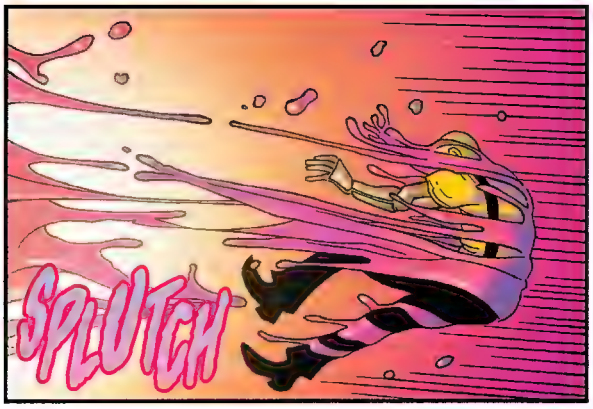
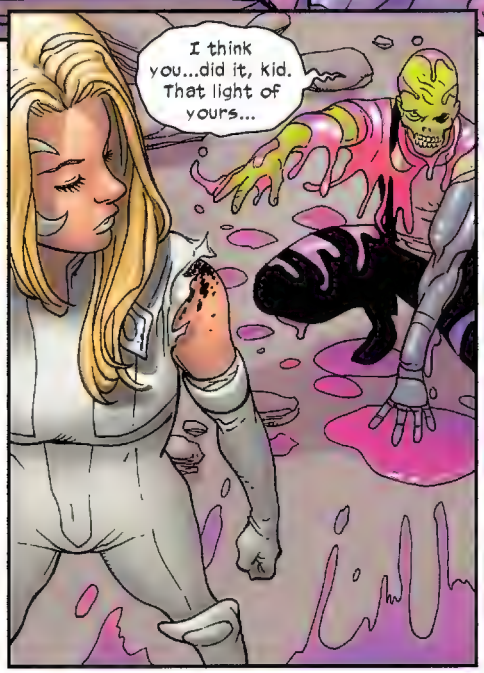

Feel that warmth? Yeah, that's...that's someone trying to help you. Just let it...
...let it wash over you.

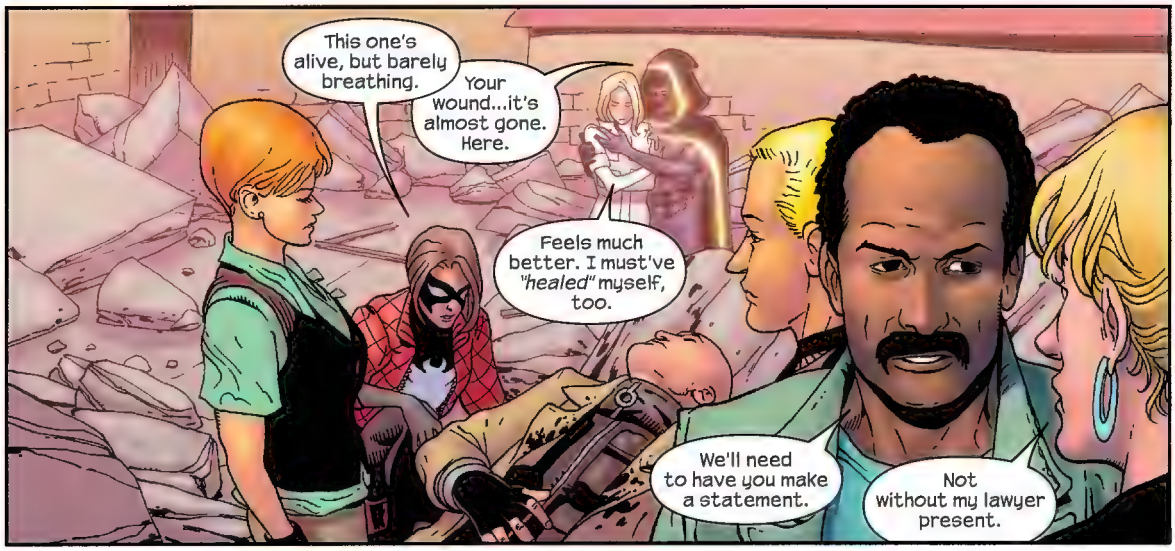
Is it just me or is it working?
Dagger's making a difference, I think. Hey, did I see that Terror guy run in there?


SPLUTCH

SKREEEEEEE

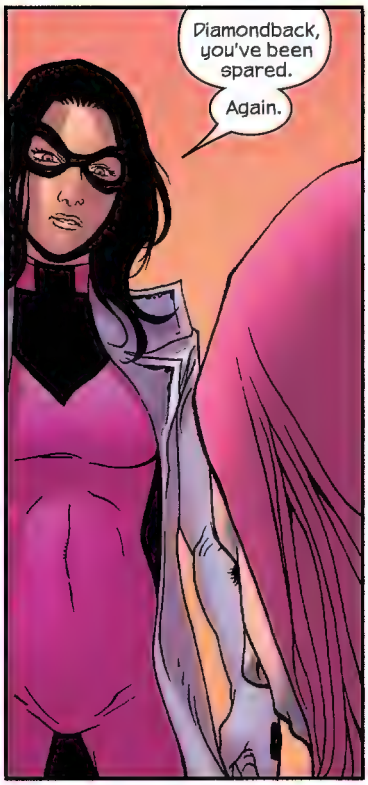

I think you...did it, kid. That light of yours...

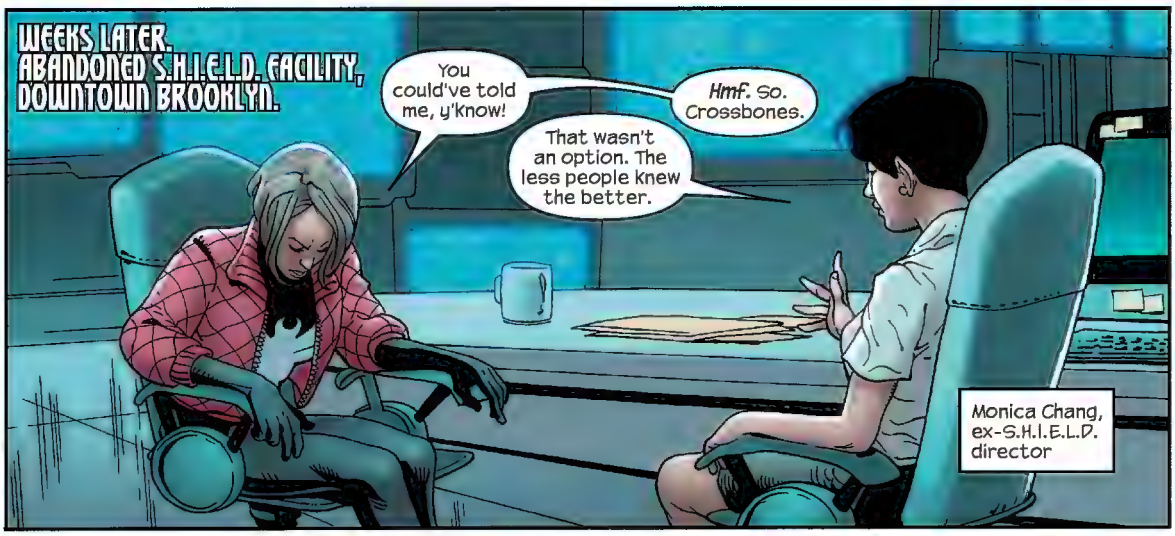
...it made his final moments easier.


This one's alive, but barely breathing.
Your wound...it's almost gone. Here.
Feels much better. I must've "healed" myself, too.
We'll need to have you make a statement.
Not without my lawyer present.

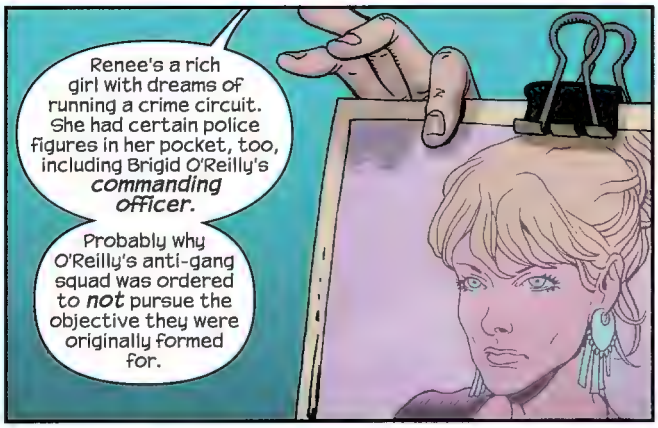
Lawyering up, huh? Does that mean you're not going to help us clean up your associate's flesh?
It better not move. I swear, if it flinches--
Taskmaster. Crossbones. Scourge...
...that's three dudes with skull masks. What's that say?

Skulls are cool.
That they're related.
That death becomes us.
Misfits fans.


Diamondback, you've been spared.
Again.

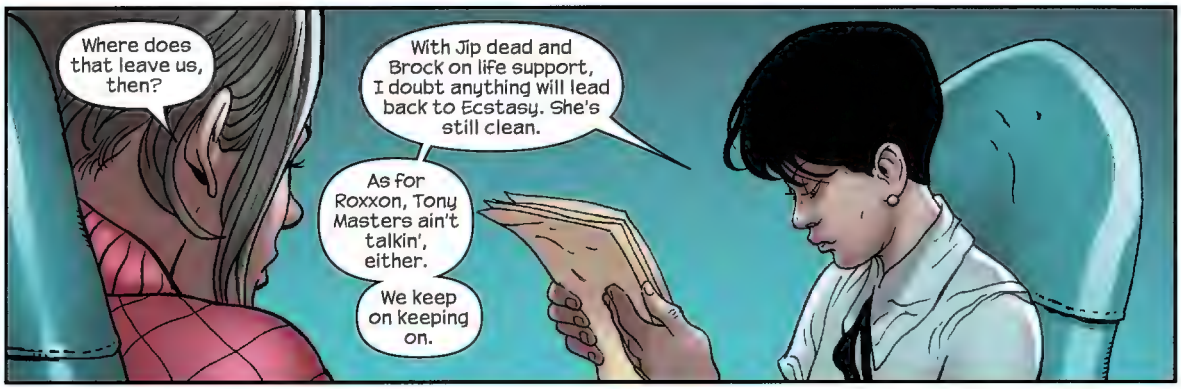

WEEKS LATER.
ABANDONED S.H.I.E.L.D. FACILITY, DOWNTOWN BROOKLYN.
You could've told me, y'know!
Hmf. So. Crossbones.
That wasn't an option. The less people knew the better.
Monica Chang, ex-S.H.I.E.L.D. director

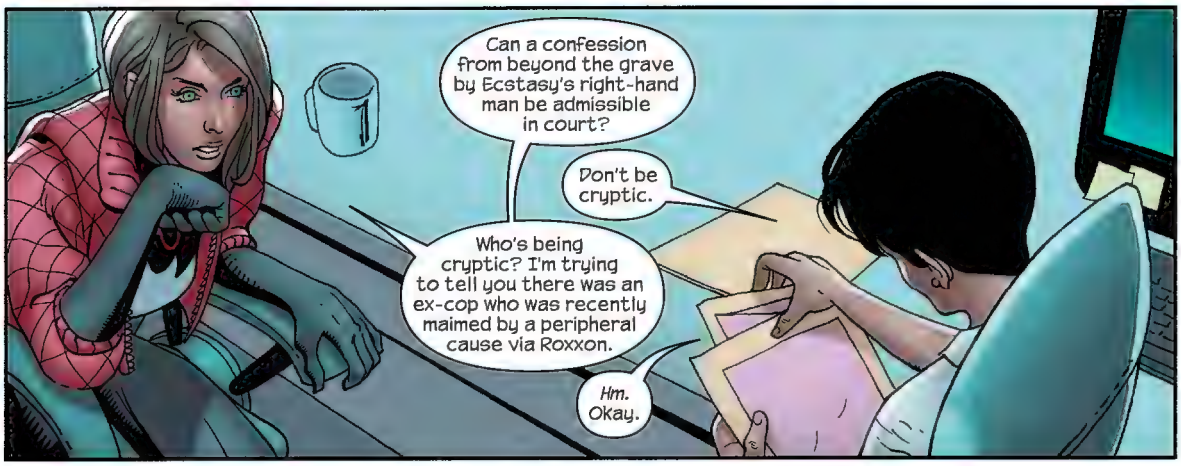
A.K.A. Brock Rumlow. He used to work under me. Another S.H.I.E.L.D. up-and-comer.
We got him to infiltrate the Serpent Skulls as their leader in order to get close to one of our mid-priority cases: Renee "Ecstasy" Deladier.


Renee's a rich girl with dreams of running a crime circuit. She had certain police figures in her pocket, too, including Brigid O'Reilly's commanding officer.
Probably why O'Reilly's anti-gang squad was ordered to not pursue the objective they were originally formed for.

Our real interest was her Hydra relations.
I know, I know--but you stopped them.
Great, so it was those terrorists who were planning on selling bad drugs to poor neighborhoods? That is so--
So yes, we were on our way to nailing Ecstasy, but Crossbones jumped ship long before S.H.I.E.L.D. was over. Thus, our last shot at him was to get you and your new group to cause unrest, to make Brock do something stupid, like come out of hiding.
Here I thought you were just throwing a bone to the little-team-that-could.

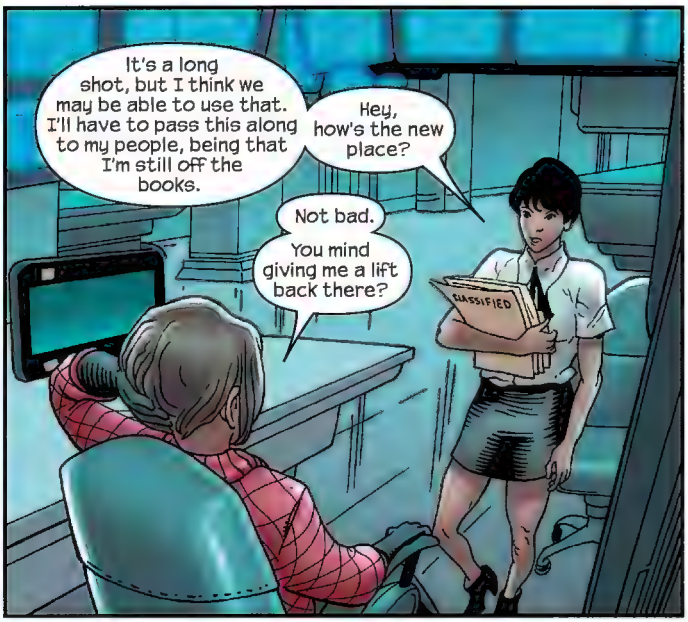
What a chump I am.
I wasn't manipulating you, Jessica. You were my last resource, my only shot at bringing down some bad people before they'd be completely out of our reach.
You did important work.
You don't think I feel like a chump? Rumlow double-crossed S.H.I.E.L.D., and for what? Ecstasy and Jip probably dangled some weak power fantasy and he fell for it.

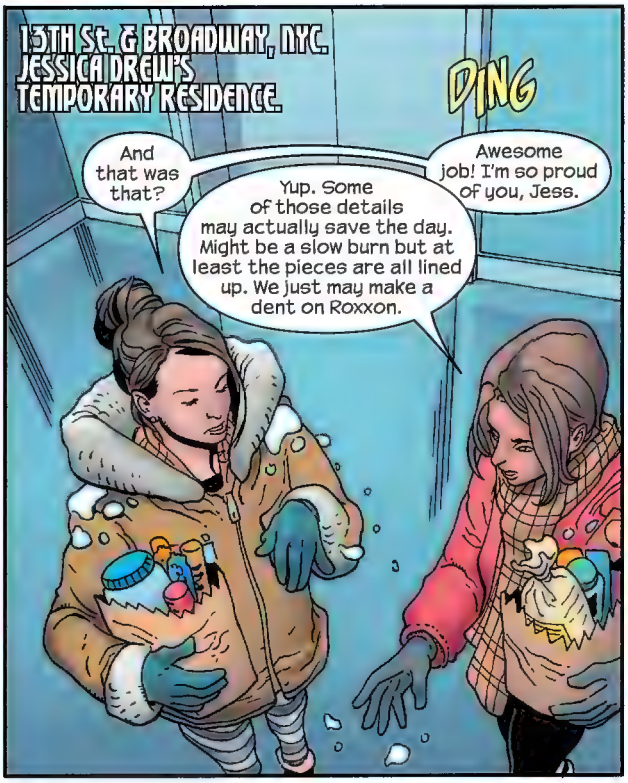

Where does that leave us, then?
With Jip dead and Brock on life support, I doubt anything will lead back to Ecstasy. She's still clean.
As for Roxxon, Tony Masters ain't talkin', either.
We keep on keeping on.


Can a confession from beyond the grave by Ecstasy's right-hand man be admissible in court?
Don't be cryptic.
Who's being cryptic? I'm trying to tell you there was an ex-cop who was recently maimed by a peripheral cause via Roxxon.
Hm. Okay.

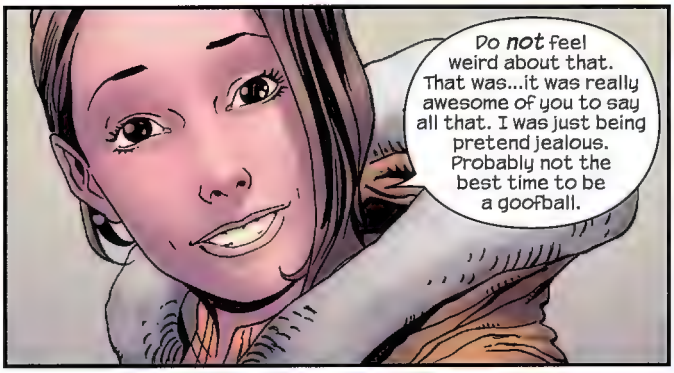
Terry Schreck, part of O'Reilly's squad. He's alive and well. He's got powers now, too, psychic powers.
That human dumping ground in the sewers I just told you about? Terry can probably lead all those discarded test subjects back to Roxxon.

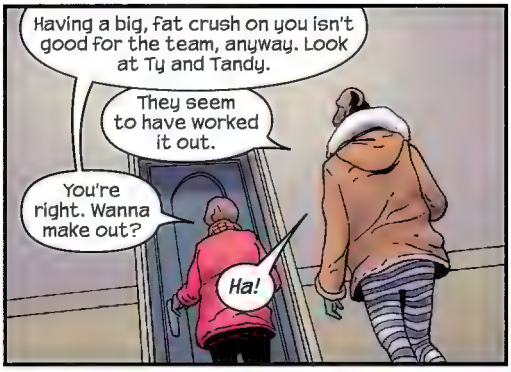
But he's one of the ones who got in there when it came to Ecstasy's associate. That *Jip* guy's life is documented through Terry. Can't we use that to nail Deladier once and for all?

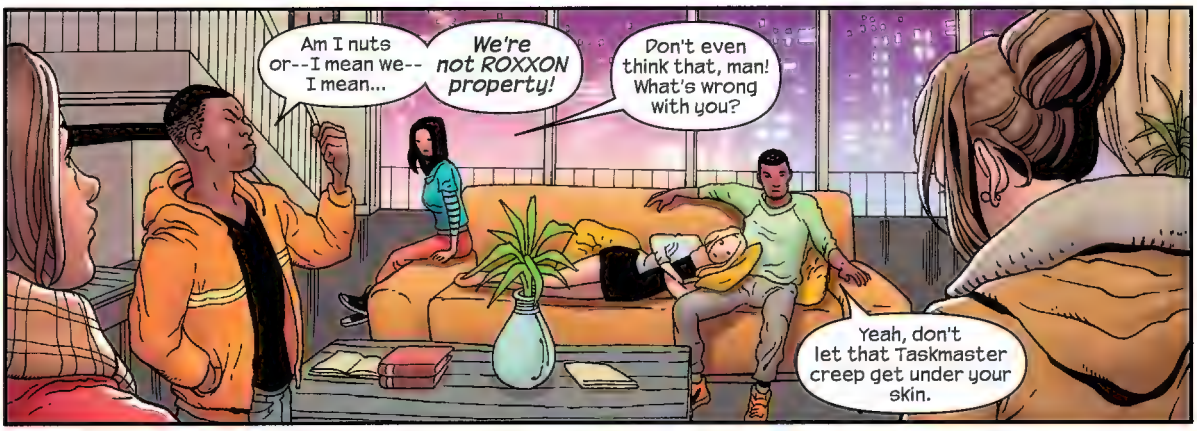

It's a long shot, but I think we may be able to use that. I'll have to pass this along to my people, being that I'm still off the books.
Hey, how's the new place?
Not bad.
You mind giving me a lift back there?
CLASSIFIED

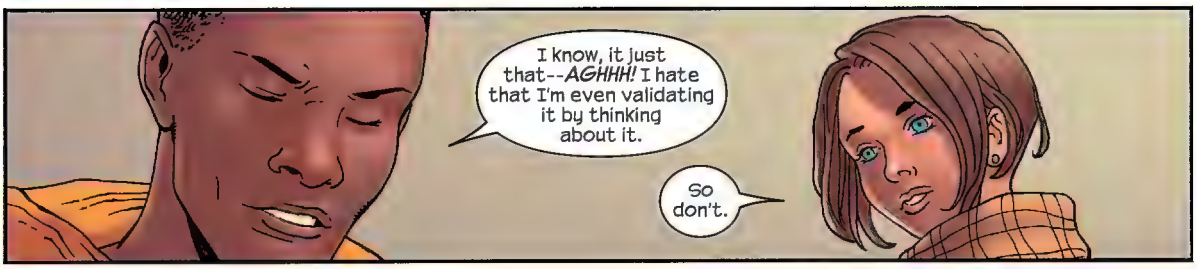

13TH St. & BROADWAY, NYC.
JESSICA DREW'S
TEMPORARY RESIDENCE.
DING
And that was that?
Yup. Some of those details may actually save the day. Might be a slow burn but at least the pieces are all lined up. We just may make a dent on Roxxon.
Awesome job! I'm so proud of you, Jess.

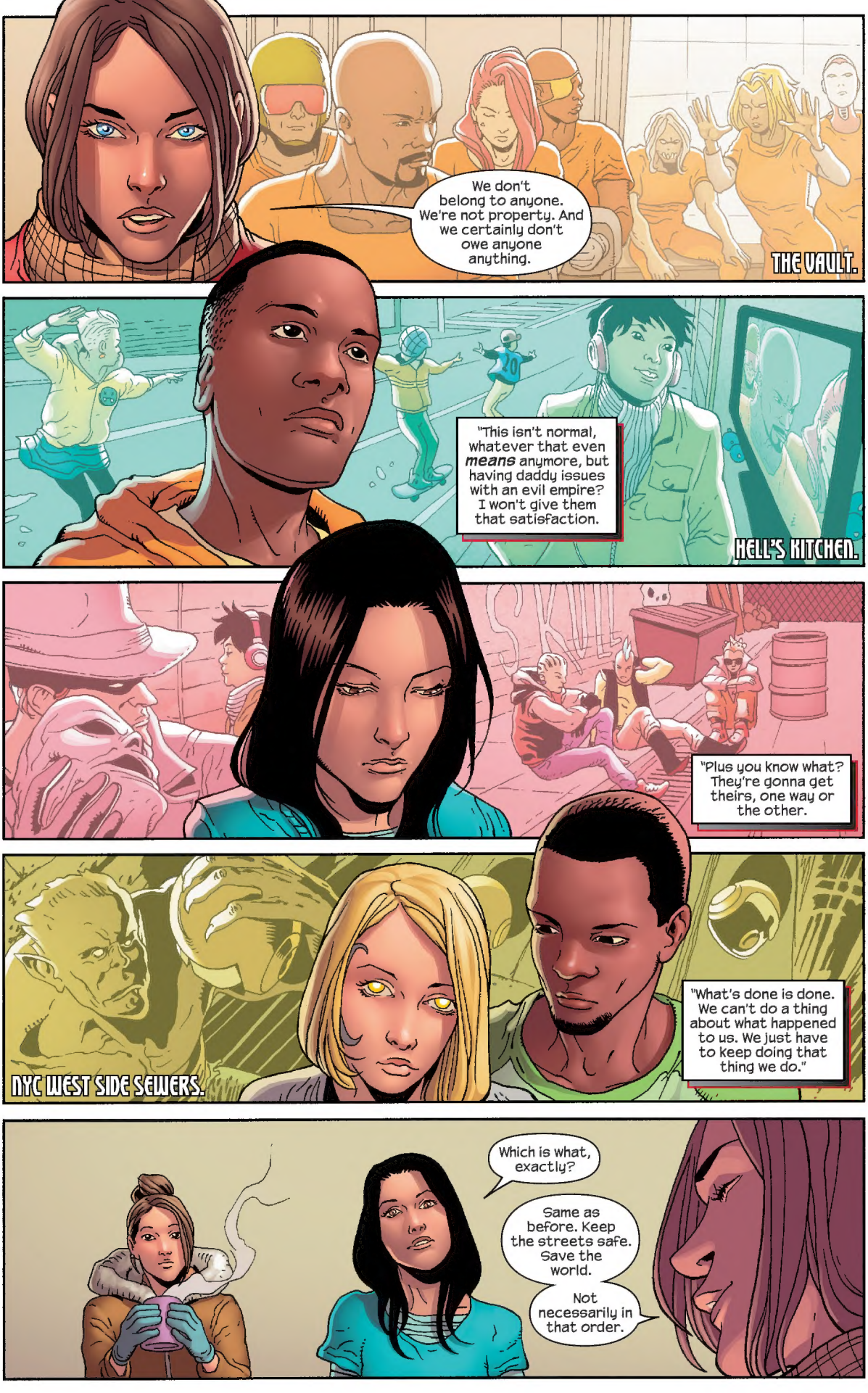
Thanks.
Hey, I'm going to miss you. I know you've already moved your stuff but...I dunno, thanks for crashing here. Sorry if it got awkward.
What are you even talking about, awkward?
You know, that day at the beach. I was just...

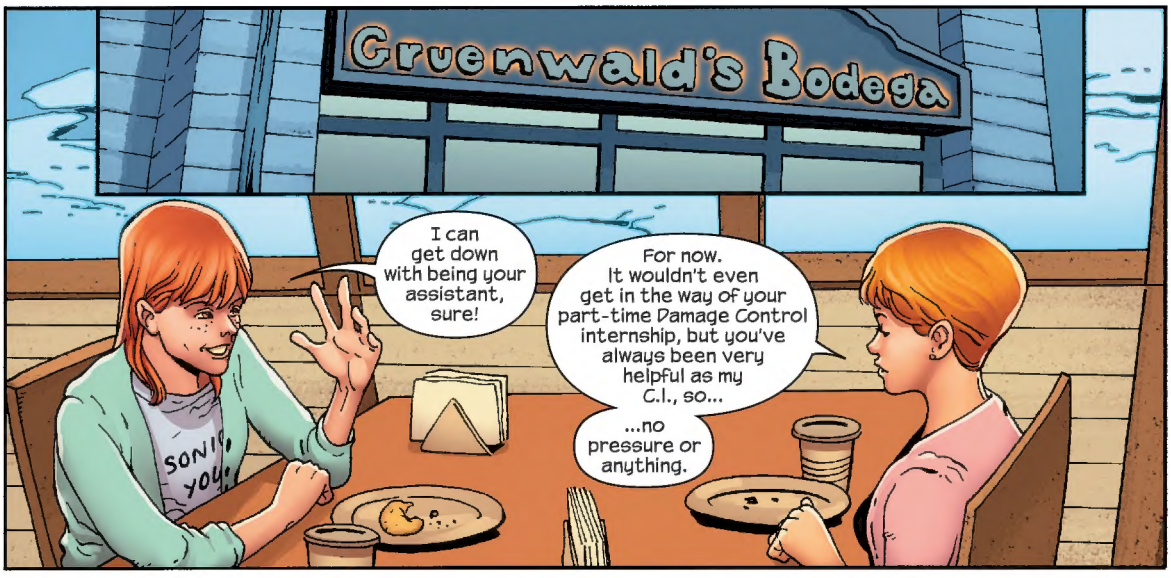

Do *not* feel weird about that. That was...it was really awesome of you to say all that. I was just being pretend jealous. Probably not the best time to be a goofball.

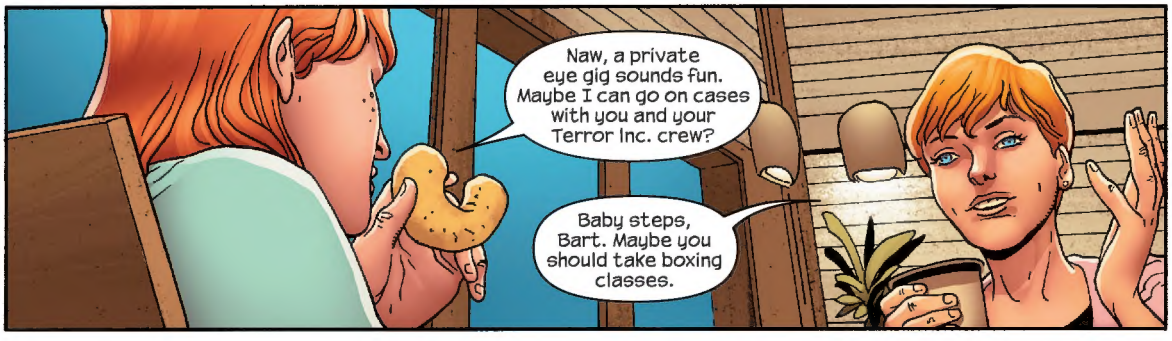

Having a big, fat crush on you isn't good for the team, anyway. Look at Ty and Tandy.
They seem to have worked it out.
You're right. Wanna make out?
Ha!

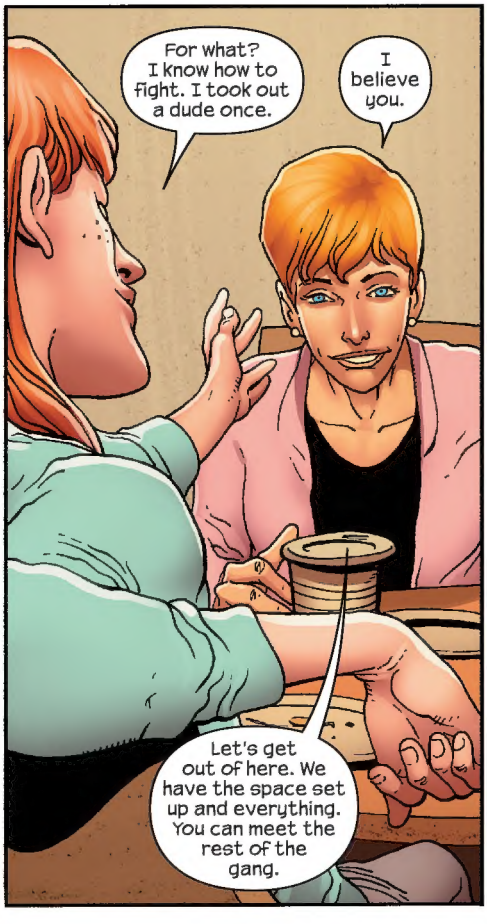

Am I nuts or--I mean we--I mean...
We're not ROXXON property!
Don't even think that, man! What's wrong with you?
Yeah, don't let that Taskmaster creep get under your skin.


I know, it just that--*AGHHH!* I hate that I'm even validating it by thinking about it.
So don't.


We don't belong to anyone. We're not property. And we certainly don't owe anyone anything.
THE VAULT.
"This isn't normal, whatever that even means anymore, but having daddy issues with an evil empire? I won't give them that satisfaction.
HELL'S KITCHEN.
"Plus you know what? They're gonna get theirs, one way or the other.
"What's done is done. We can't do a thing about what happened to us. We just have to keep doing that thing we do."
NYC WEST SIDE SEWERS.
Which is what, exactly?
Same as before. Keep the streets safe. Save the world.
Not necessarily in that order.

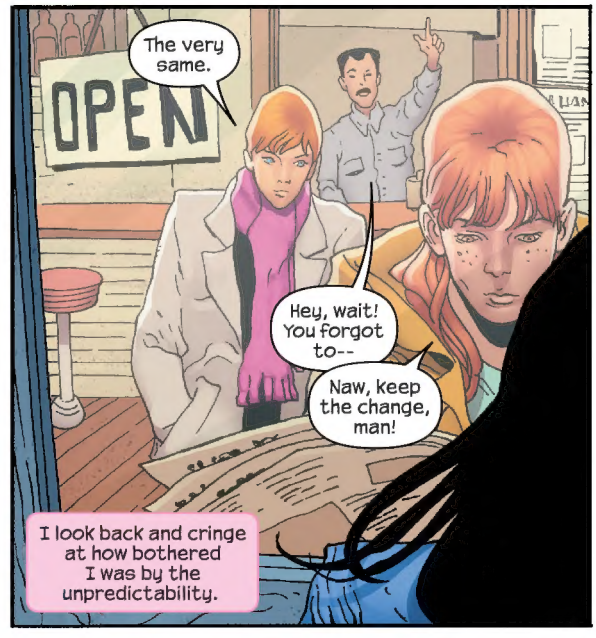

Gruenwald's Bodega
I can get down with being your assistant, sure!
For now. It wouldn't even get in the way of your part-time Damage Control internship, but you've always been very helpful as my C.I., so...
...no pressure or anything.

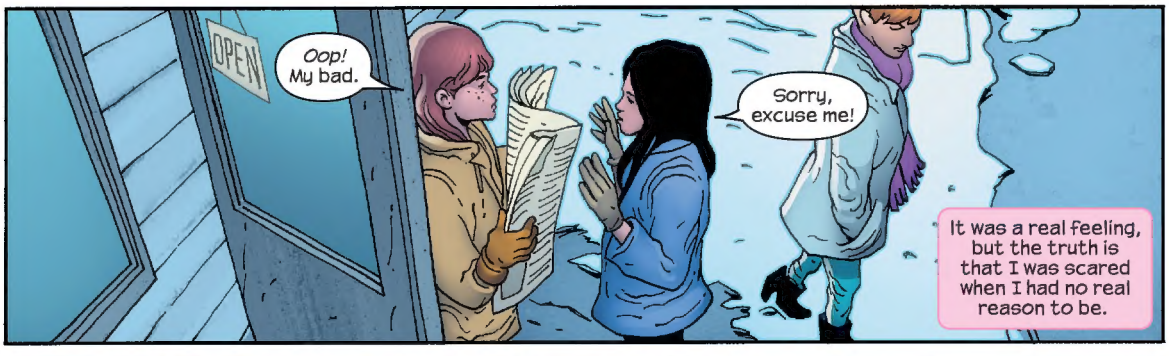

Naw, a private eye gig sounds fun. Maybe I can go on cases with you and your Terror Inc. crew?
Baby steps, Bart. Maybe you should take boxing classes.

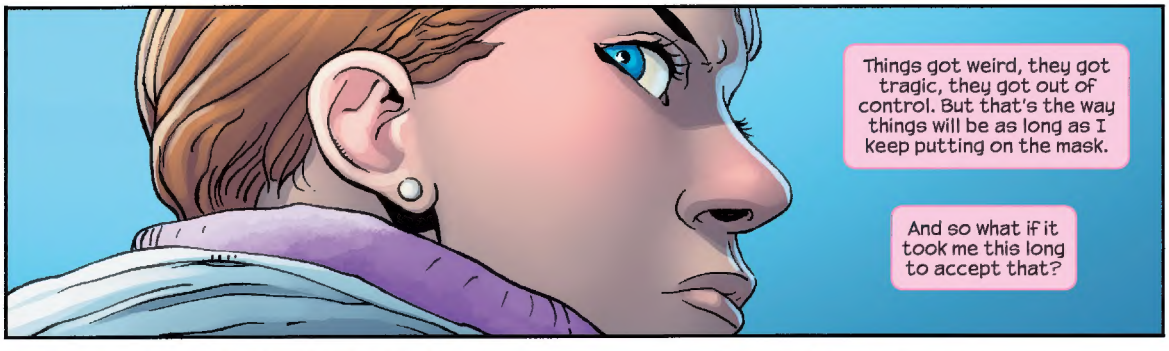

For what? I know how to fight. I took out a dude once.
I believe you.
Let's get out of here. We have the space set up and everything. You can meet the rest of the gang.

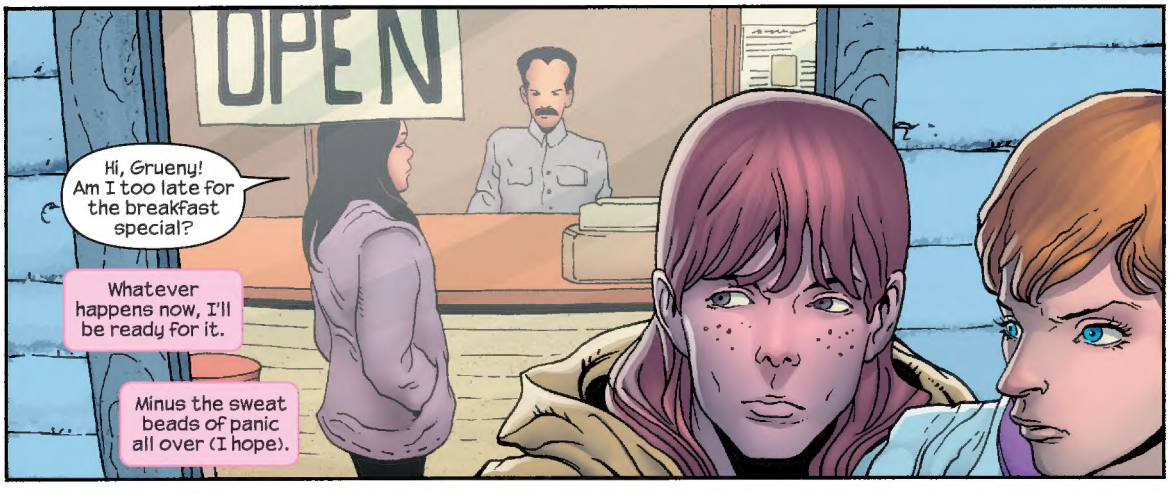
I should warn you: Terry's body is a little disfigured. Look him in the eyes when you talk to him.
That bad?

Put that away, I got you.
Here, this, too. Thanks.
Hey, is this the same Deladier lady?
FASHION CRIM
Deladier Heiress Under Federal Scr


OPEN
The very same.
Hey, wait! You forgot to--
Naw, keep the change, man!
I look back and cringe at how bothered I was by the unpredictability.


OPEN
Oop! My bad.
Sorry, excuse me!
It was a real feeling, but the truth is that I was scared when I had no real reason to be.


Things got weird, they got tragic, they got out of control. But that's the way things will be as long as I keep putting on the mask.
And so what if it took me this long to accept that?


OPEN
Hi, Grueny! Am I too late for the breakfast special?
Whatever happens now, I'll be ready for it.
Minus the sweat beads of panic all over (I hope).

Before we go our separate ways, can I say how proud I am of you all? There, I said it. Don't care how corny it is.
Who can you be corny around if not your family?
I think you and me had a head start on that family thing, Ty.
Y'know, this team has been a good distraction from the insanity in my life. Don't get me wrong--I love insanity, but--!
Hey, are you guys down for a team-up? I think my old teammates might need a hand soon.
That sounds like an X-cellent idea, Kitty.
That is literally the worst thing I've ever heard, Lana.
Whatever, I'm just trying to X-press myself.
Yeah, I'll survive for sure. All because I pushed through and stuck it out with these nerds. I would risk my life for them again and again.
And I wouldn't even think twice about it.
THE END.